

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING						FORM 3 AMENDED REPORT							
APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER FD 16-10-3-2 SWD							
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT UNDESIGNATED							
4. TYPE OF WELL Water Disposal Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME							
6. NAME OF OPERATOR BILL BARRETT CORP						7. OPERATOR PHONE 303 312-8164							
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202						9. OPERATOR E-MAIL BHilgers@billbarrettcorp.com							
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) Fee			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>							
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Bill Barrett Corporation						14. SURFACE OWNER PHONE (if box 12 = 'fee') 303-293-9100							
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') 1099 18th Street, Suite 2300, Denver, CO 80202						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')							
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input checked="" type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input type="checkbox"/>							
20. LOCATION OF WELL		FOOTAGES		QTR-QTR		SECTION		TOWNSHIP		RANGE		MERIDIAN	
LOCATION AT SURFACE		400 FSL 150 FEL		SESE		10		3.0 S		2.0 E		U	
Top of Uppermost Producing Zone		400 FSL 150 FEL		SESE		10		3.0 S		2.0 E		U	
At Total Depth		400 FSL 150 FEL		SESE		10		3.0 S		2.0 E		U	
21. COUNTY UINTAH			22. DISTANCE TO NEAREST LEASE LINE (Feet) 150			23. NUMBER OF ACRES IN DRILLING UNIT 40							
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 10000			26. PROPOSED DEPTH MD: 5654 TVD: 5654							
27. ELEVATION - GROUND LEVEL 4831			28. BOND NUMBER LPM4138148			29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 43-180							
Hole, Casing, and Cement Information													
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement		Sacks	Yield	Weight		
COND	26	16	0 - 80	65.0	Unknown	8.8	No Used		0	0.0	0.0		
SURF	12.25	9.625	0 - 1800	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown		240	3.16	11.0		
							Halliburton Premium , Type Unknown		210	1.36	14.8		
PROD	8.75	7	0 - 5654	17.0	L-80 LT&C	9.6	Unknown		620	2.31	11.0		
							Unknown		170	1.42	13.5		
ATTACHMENTS													
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES													
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER						<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN							
<input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)						<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER							
<input type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)						<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP							
NAME Venessa Langmacher				TITLE Senior Permit Analyst				PHONE 303 312-8172					
SIGNATURE				DATE 07/25/2012				EMAIL vlangmacher@billbarrettcorp.com					
API NUMBER ASSIGNED 43047530040000				APPROVAL Permit Manager									

BILL BARRETT CORPORATION
DRILLING PLAN

FD 16-10-3-2 SWD

SE SE, 400' FSL and 150' FEL, Section 10, T3S-R2E, USB&M
 Uintah County, Utah

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth - TVD</u>
*Green River	4,234'	4,234'
Mahogany	5,554'	5,554'
TD	5,654'	5,654'

*The Green River formation is the injection zone for the proposed disposal well.

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1,800'	No pressure control required (may pre-set 9-5/8" will smaller rig)
1,800' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
12 1/4"	Surface	1,800'	9 5/8"	36#	J 55	ST&C	New
8 3/4"	Surface	TD	7"	26#	L 80	LT&C	New

*The casing program is based on recent wells drilled by Axia in the immediate area.

Note: 9-5/8" casing may be preset with a spudder rig. If this occurs, the following equipment shall be in place and operational during air/gas drilling:

- Properly lubricated and maintained rotating head
- Spark arresters on engines or water cooled exhaust
- Blooie line discharge 100 feet from well bore and securely anchored
- Straight run on blooie line unless otherwise approved
- Deduster equipment
- All cuttings and circulating medium shall be directed into a reserve or blooie pit
- Float valve above bit

Bill Barrett Corporation
Drilling Program
FD 16-10-3-2 SWD
Uintah County, Utah

- Automatic igniter or continuous pilot light on the blooie line
- Compressors located in the opposite direction from the blooie line a minimum of 100 feet from the well bore
- Mud circulating equipment, water, and mud materials (does not have to be premixed) sufficient to maintain the capacity of the hole and circulating tanks or pits

5. **Cementing Program**

16" Conductor Casing	Grout
9 5/8" Surface Casing (may pre-set with spudder rig)	Lead: 240 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 1,300'
7" Production Casing	Lead: 620 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 1,300' Tail: 170 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC @ 5,054'

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 1,800'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
1,800' – TD	8.6 – 9.6	42 – 52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. **Testing, Logging and Core Programs**

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

Bill Barrett Corporation
Drilling Program
FD 16-10-3-2 SWD
Uintah County, Utah

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 2822 psi* and maximum anticipated surface pressure equals approximately 1578 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

9. Auxiliary Equipment

- a) Upper kelly cock; lower Kelly cock will be installed while drilling
 - b) Inside BOP or stab-in valve (available on rig floor)
 - c) Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Green River located in Sec. 33, T8S-R20E.

11. Drilling Schedule

Location Construction:	September 2012
Spud:	September 2012
Duration:	15 days drilling time
	45 days completion time

T3S, R2E, U.S.B.&M.

BILL BARRETT CORPORATION

Well location, FD #16-10-3-2 SWD, located as shown in the SE 1/4 SE 1/4 of Section 10, T3S, R2E, U.S.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

WEST - 3943.50' (G.L.O.)

NORTH - 5280.00' (G.L.O.)

10

Mile Marker 11

LOT 1

LOT 2

Section Corner
Re-Established by
Mile Markers (Not
Set On Ground)

NORTH

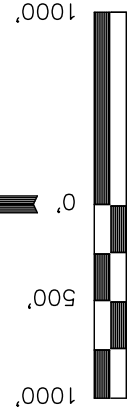
FD #16-10-3-2 SWD
Elev. Ungraded Ground = 4831'

S89°30'54"W - 5317.47' (Meas.)

Spindle

Rebar

Mile Marker 6



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE POINT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY CLOSE SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

STATE OF UTAH
REGISTERED LAND SURVEYOR
KAY
REGISTRATION NO. 161319
05-25-12

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

REVISED: 05-25-12 M.D.

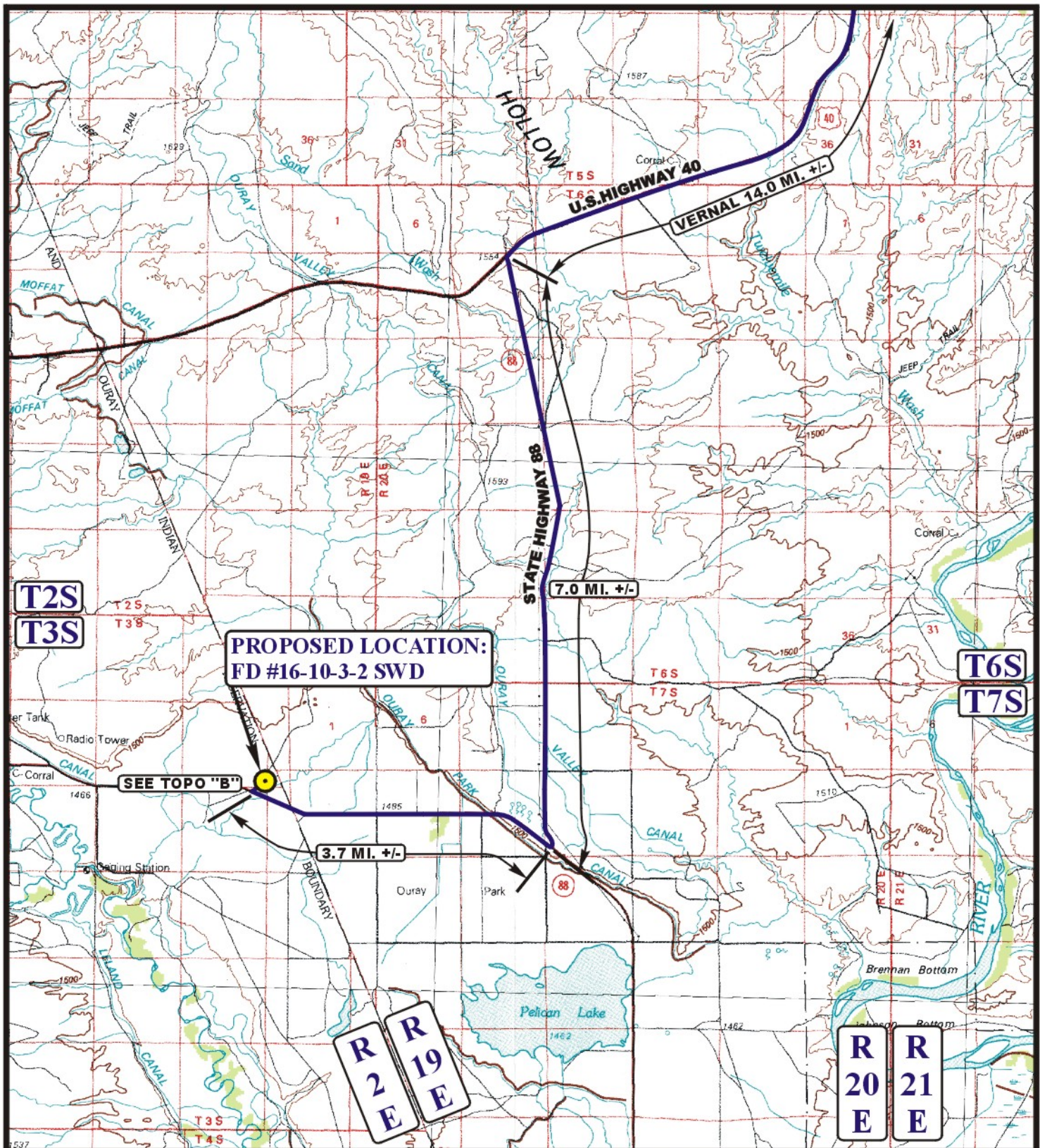
NAD 83 (SURFACE LOCATION)	
LATITUDE =	40°13'50.05" (40.230569)
LONGITUDE =	109°44'46.21" (109.746169)
NAD 27 (SURFACE LOCATION)	
LATITUDE =	40°13'50.19" (40.230608)
LONGITUDE =	109°44'43.70" (109.745472)

LEGEND:

- 90° SYMBOL
- PROPOSED WELL HEAD.
- SECTION CORNERS LOCATED.

SCALE	1" = 1000'	DATE SURVEYED:	05-11-12	DATE DRAWN:	05-16-12
PARTY	C.R. S.R. J.J.	REFERENCES	G.L.O. PLAT		
WEATHER	WARM	FILE			

BILL BARRETT CORPORATION



LEGEND:

PROPOSED LOCATION



BILL BARRETT CORPORATION

FD #16-10-3-2 SWD
SECTION 10, T3S, R2E, U.S.B.&M.
400' FSL 150' FEL



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

ACCESS ROAD
M A P

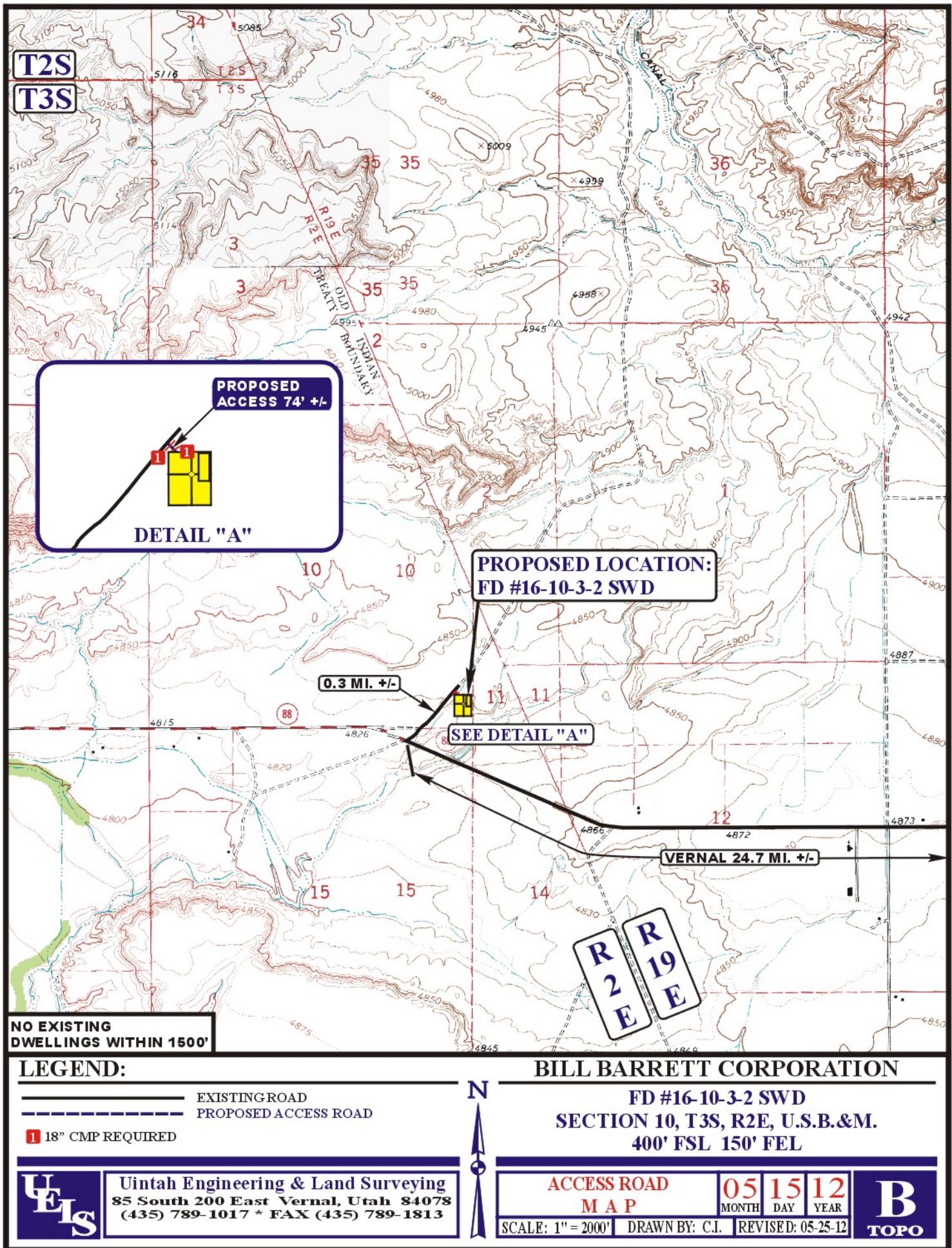
05 15 12
 MONTH DAY YEAR

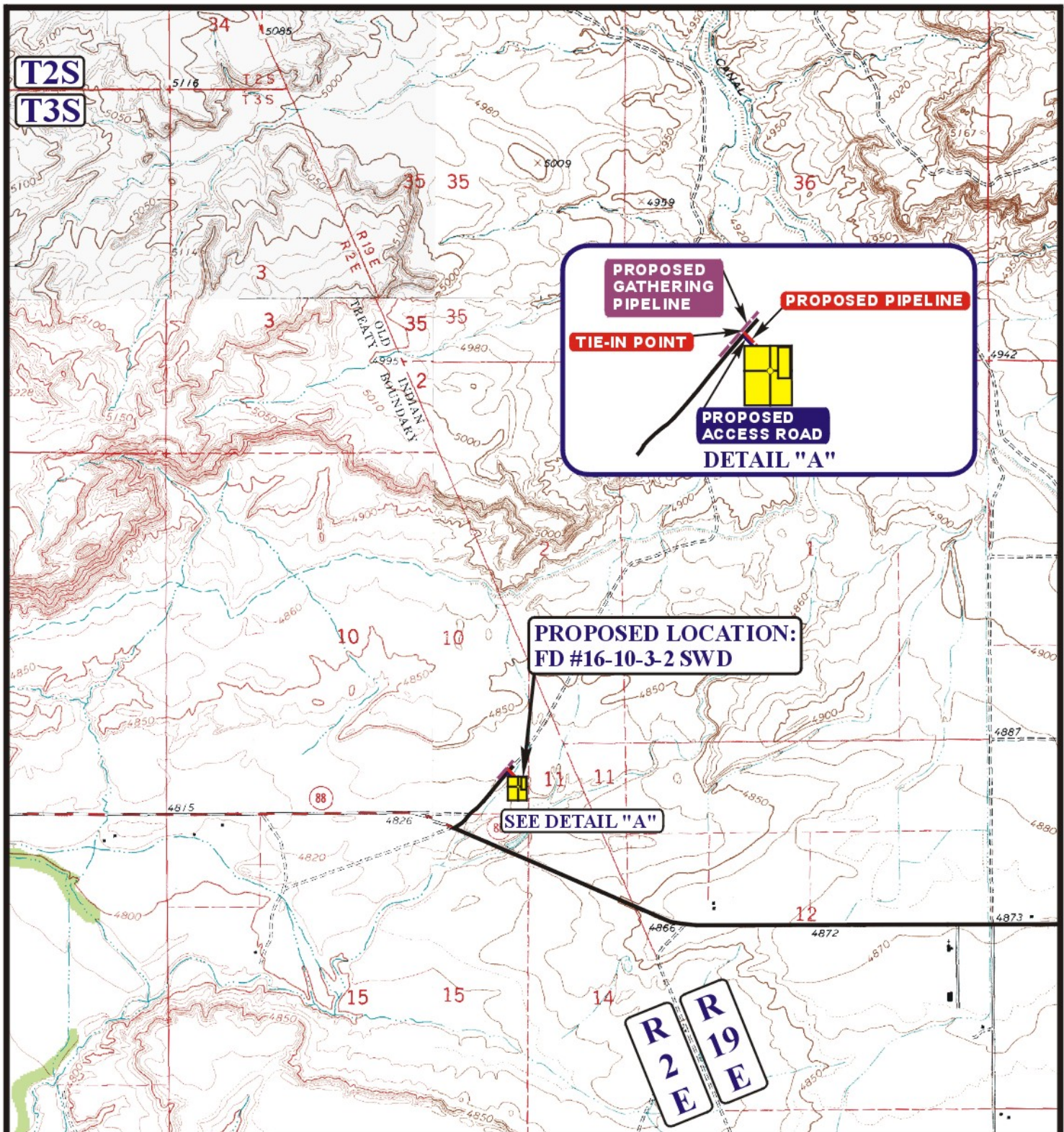
SCALE: 1:100,000

DRAWN BY: C.I.

REVISED: 05-25-12







APPROXIMATE TOTAL PIPELINE DISTANCE = 142' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- PROPOSED PIPELINE
- PROPOSED PIPELINE (SERVICING OTHER WELLS)



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813



BILL BARRETT CORPORATION

FD #16-10-3-2 SWD
SECTION 10, T3S, R2E, U.S.B.&M.
400' FSL 150' FEL

TOPOGRAPHIC
MAP

05 15 12
 MONTH DAY YEAR

SCALE: 1" = 2000'

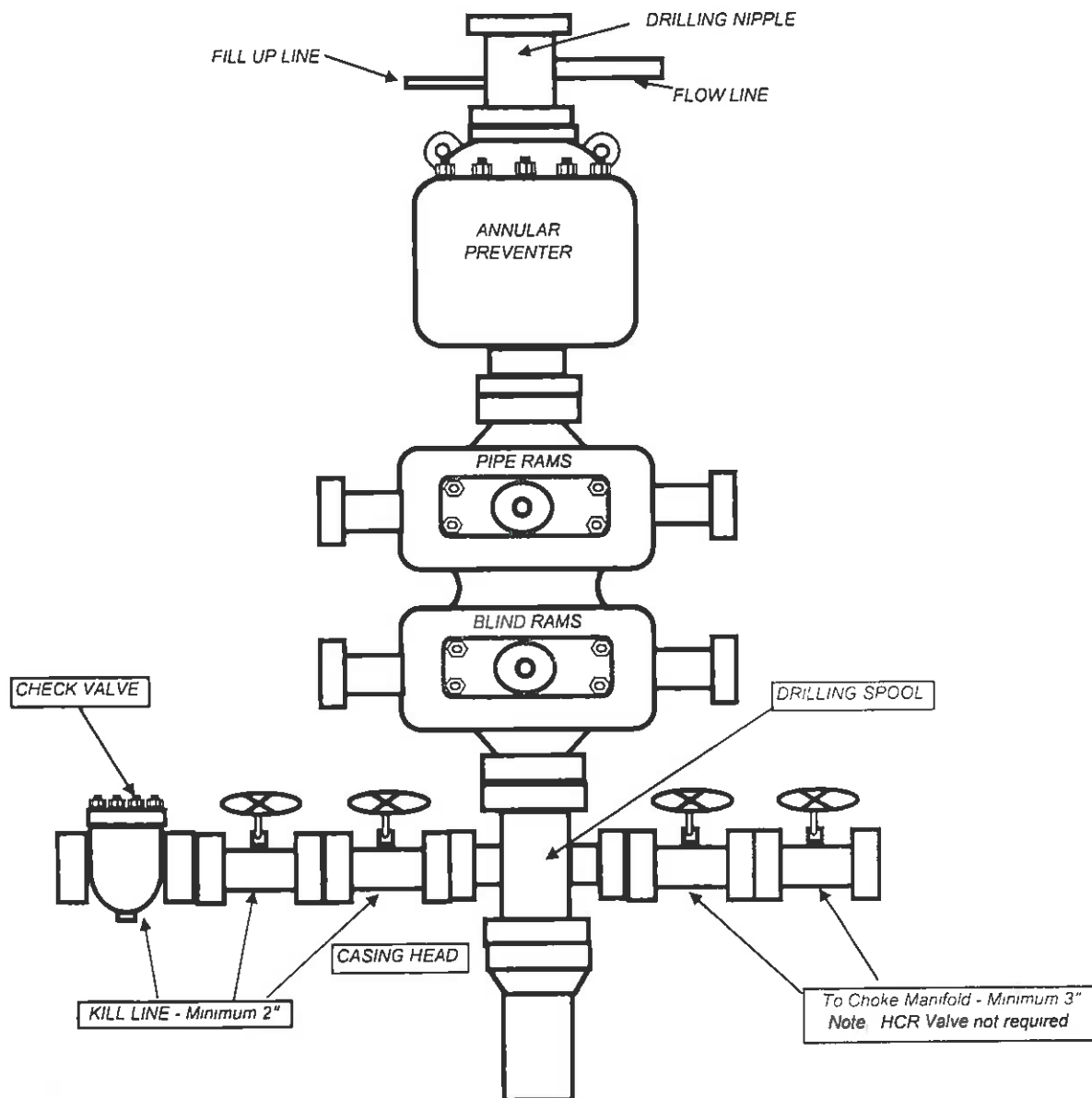
DRAWN BY: C.I.

REVISED: 05-25-12



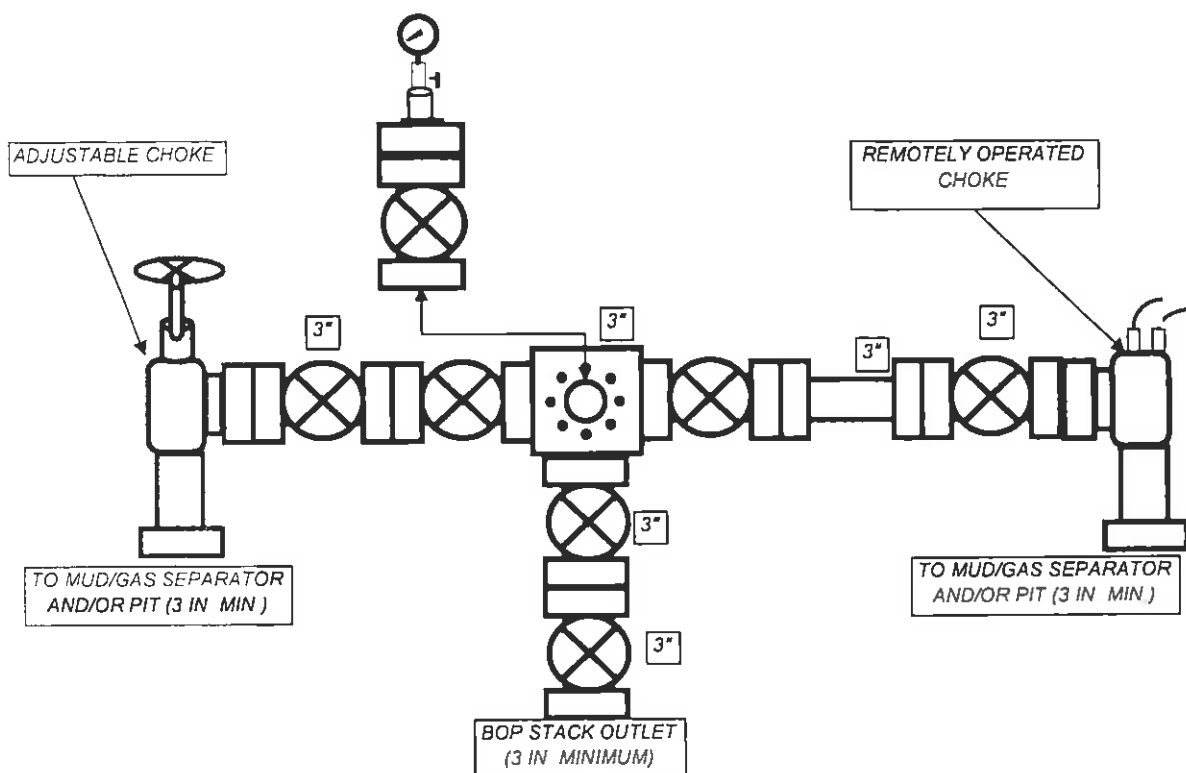
BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. BLOWOUT PREVENTER



BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. CHOKE MANIFOLD



BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

FD #16-10-3-2 SWD
SECTION 10, T3S, R2E, U.S.B.&M.
400' FSL 150' FEL

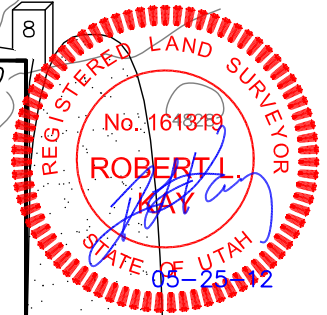
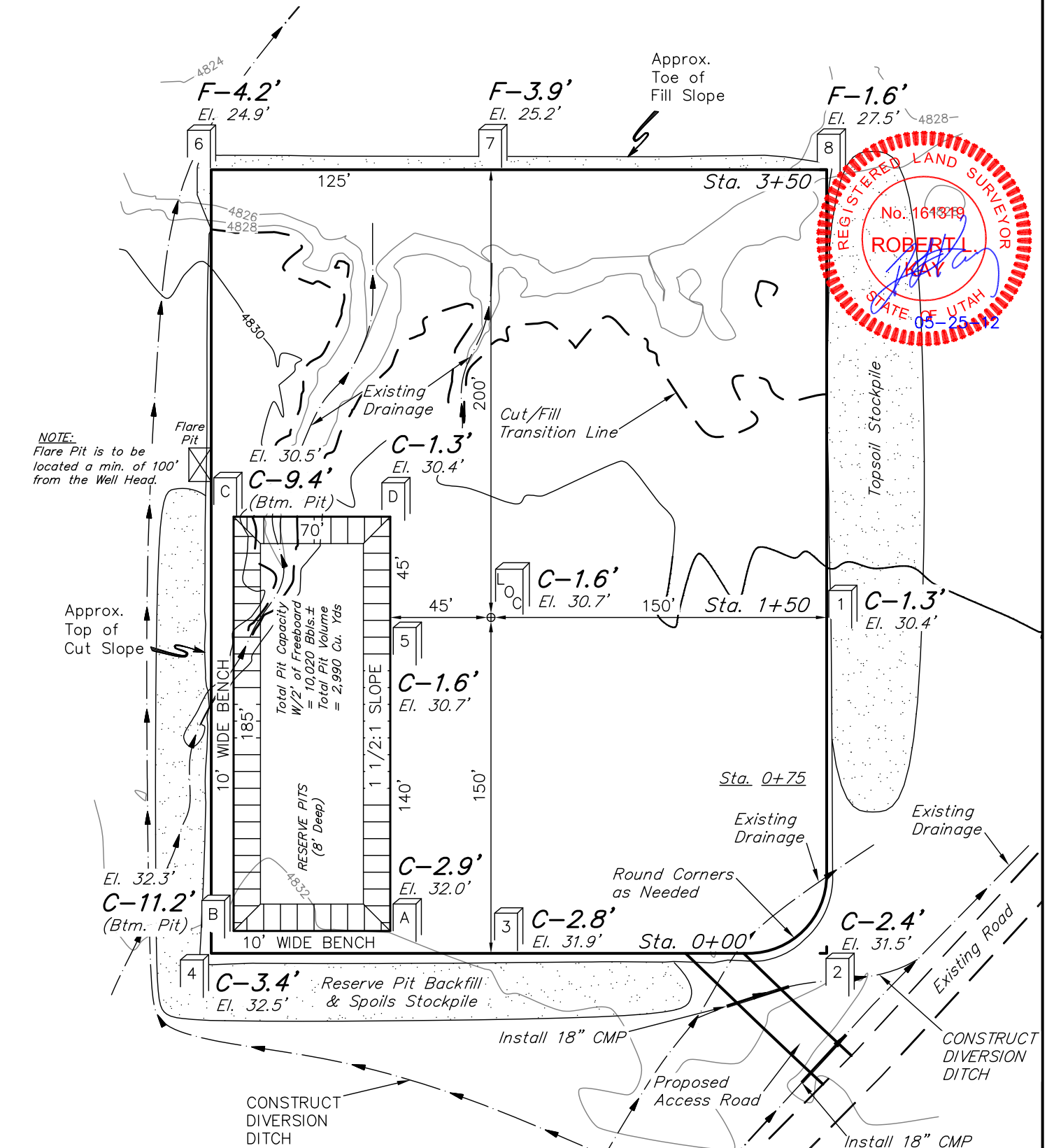
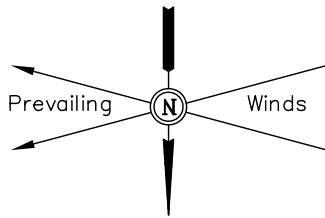
FIGURE #1

SCALE: 1" = 60'

DATE: 05-16-12

DRAWN BY: J.J.

REV.: 05-25-12 M.D.



Elev. Ungraded Ground At Loc. Stake = **4830.7'**
FINISHED GRADE ELEV. AT LOC. STAKE = **4829.1'**

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: July 25, 2012

BILL BARRETT CORPORATION**TYPICAL CROSS SECTIONS FOR**

FD #16-10-3-2 SWD

SECTION 10, T3S, R2E, U.S.B.&M.

400' FSL 150' FEL

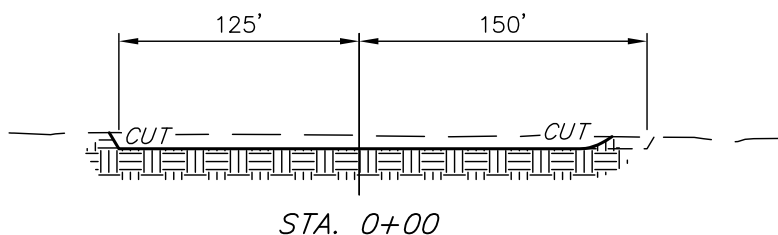
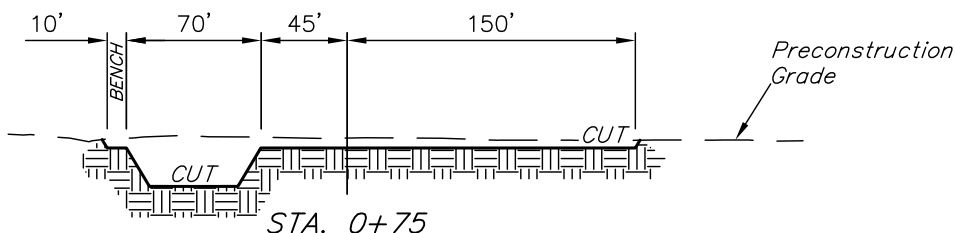
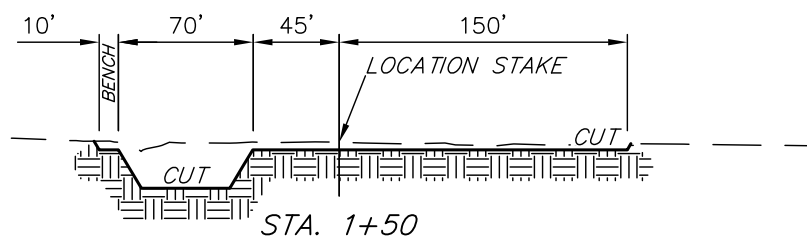
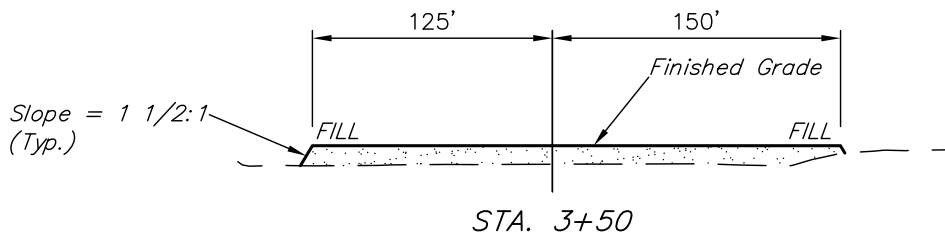
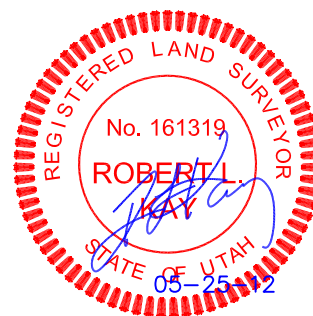
FIGURE #2

X-Section
Scale
1" = 40'
1" = 100'

DATE: 05-16-12

DRAWN BY: J.J.

REV.: 05-25-12 M.D.

**NOTE:**

Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 5.000 ACRES
ACCESS ROAD DISTURBANCE = ± 0.022 ACRES
PIPELINE DISTURBANCE = ± 0.072 ACRES
TOTAL = ± 5.094 ACRES

*** NOTE:**

FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(12") Topsoil Stripping = 3,740 Cu. Yds.
Remaining Location = 4,620 Cu. Yds.
TOTAL CUT = 8,360 CU. YDS.
FILL = 3,120 CU. YDS.

EXCESS MATERIAL = 5,240 Cu. Yds.
Topsoil & Pit Backfill = 5,240 Cu. Yds.
(1/2 Pit Vol.)
EXCESS UNBALANCE = 0 Cu. Yds.
(After Interim Rehabilitation)

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: July 25, 2012



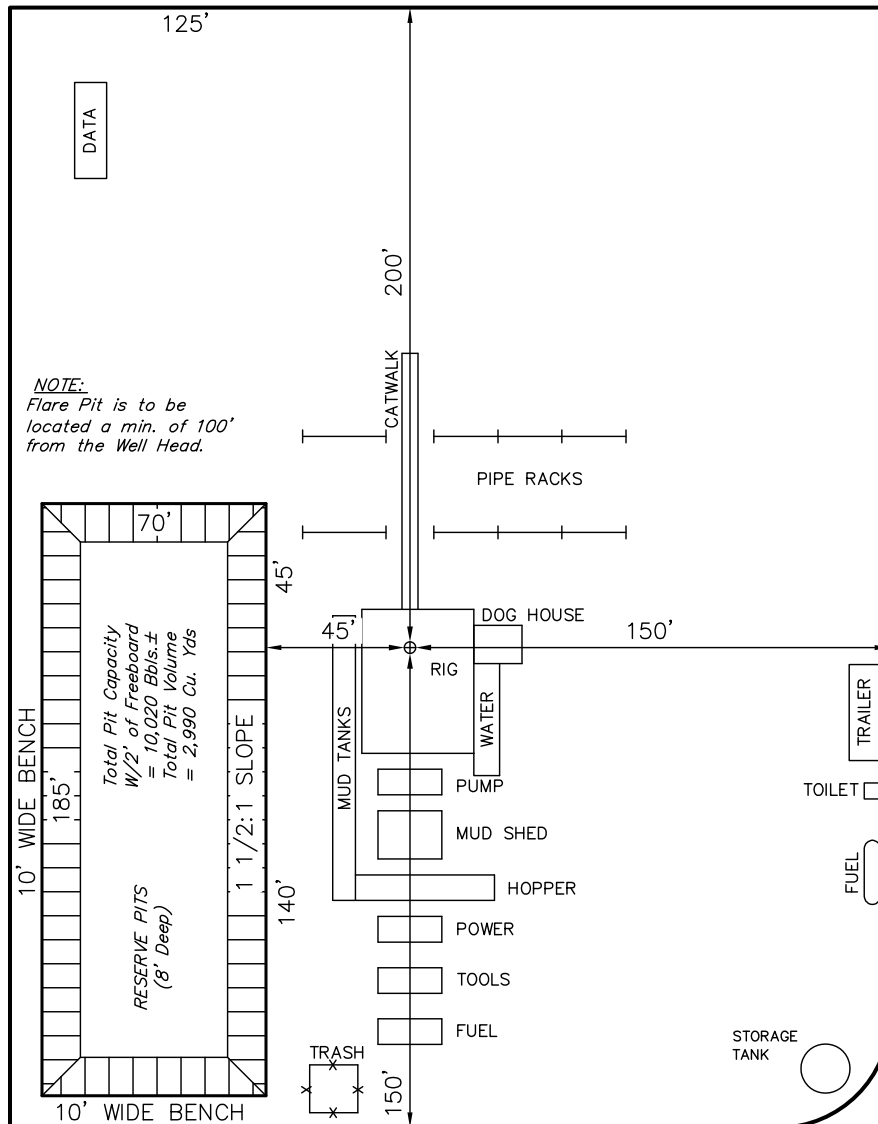
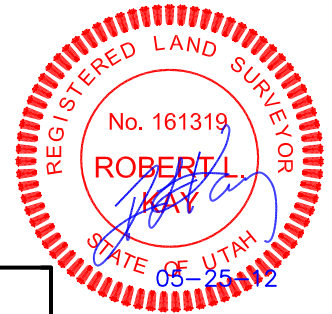
BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

FD #16-10-3-2 SWD
SECTION 10, T3S, R2E, U.S.B.&M.
400' FSL 150' FEL

FIGURE #3

SCALE: 1" = 60'
DATE: 05-16-12
DRAWN BY: J.J.
REV.: 05-25-12 M.D.



Proposed
Access Road

Existing Road

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: July 25, 2012



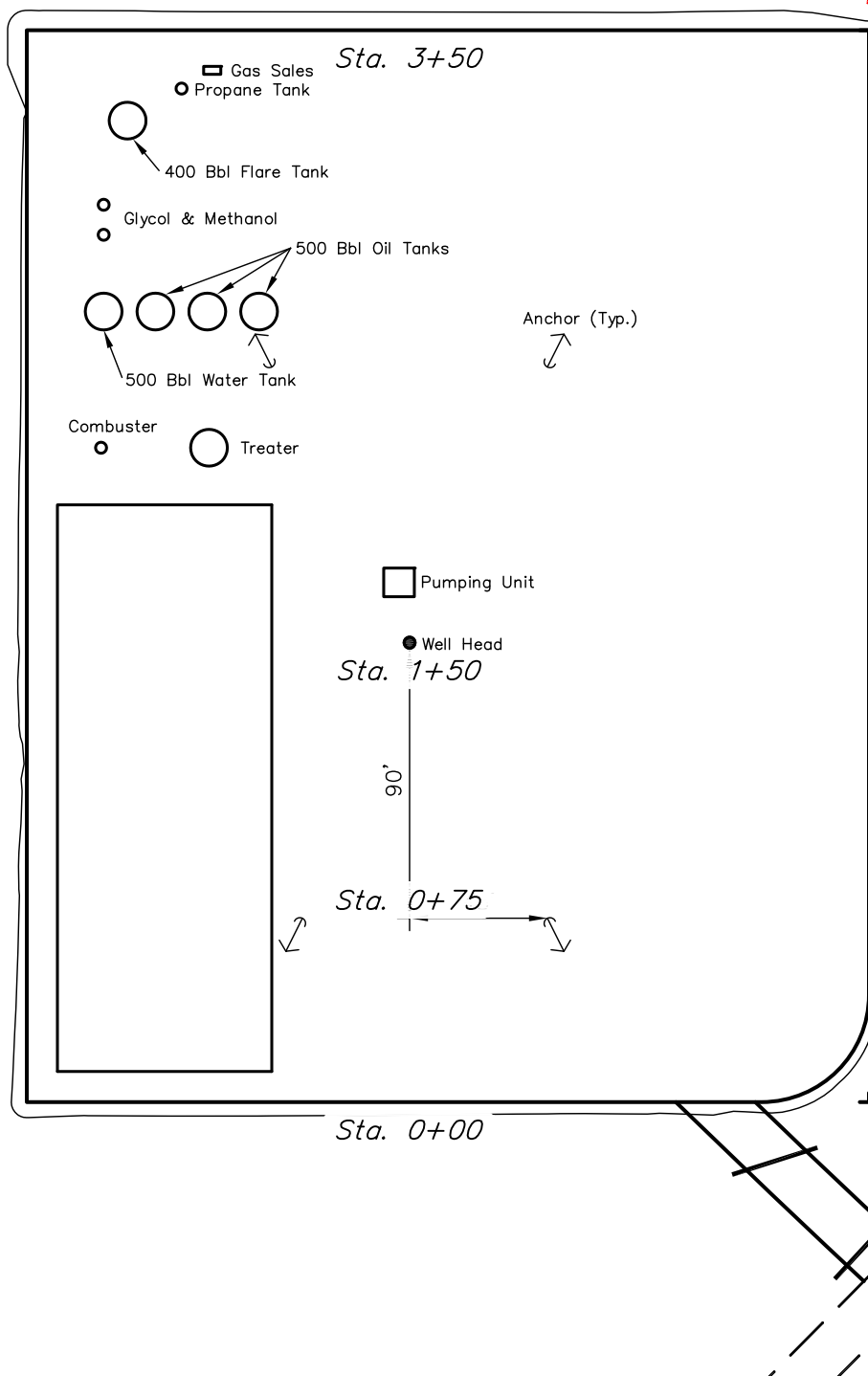
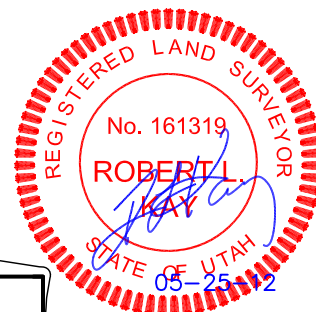
BILL BARRETT CORPORATION

PRODUCTION FACILITY LAYOUT FOR

FD 16-10-3-2 SWD
SECTION 10, T3S, R2E, S.L.B.&M.
400' FSL 150' FEL

FIGURE #4

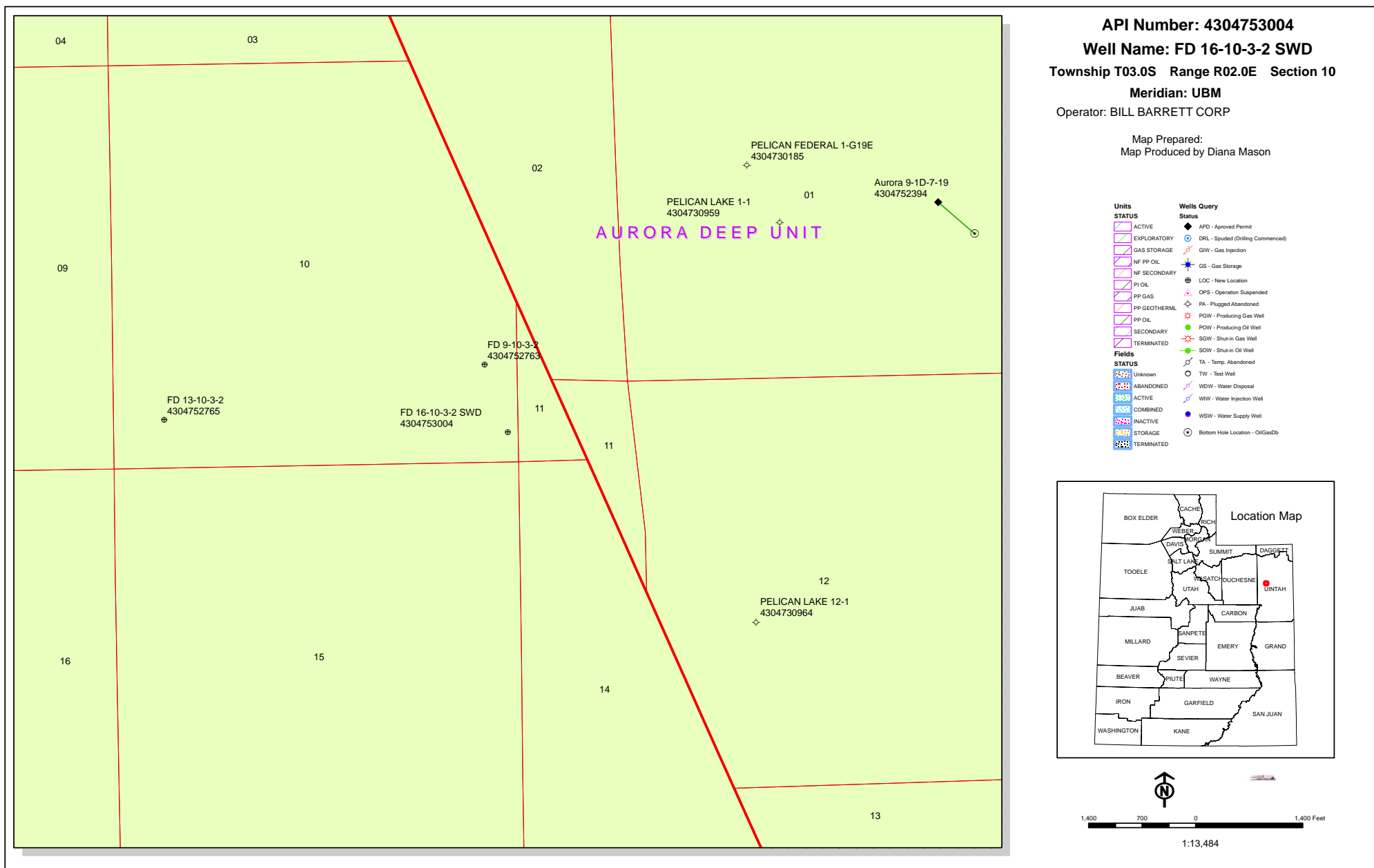
SCALE: 1" = 60'
DATE: 05-16-12
DRAWN BY: J.J.
REV.: 05-25-12 M.D.



RECLAIMED AREA

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: July 25, 2012





Bill Barrett Corporation

August 1, 2012

Ms. Diana Mason – Petroleum Technician
STATE OF UTAH DIVISION OF OIL, GAS AND MINING
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Re: **Exception Location – FD 16-10-3-2 – East Bluebell Area**
Surface Location: 400' FSL, 150' FEL, SESE, Section 10-T3S-R2E
Uintah County, Utah

Dear Ms. Mason,

Bill Barrett Corporation ("BBC") hereby submits an exception location letter in accordance with Oil & Gas Conservation Rules R649-3-3, requesting an exception well location, supported by the following information:

- The location is within our East Bluebell Area.
- The exception location is due to topography requirements and to minimize surface disturbance.
- BBC certifies that it is the only working interest owner within 460 feet of the proposed well location.
- BBC has recently acquired this surface location and the subsequent mineral rights from Lever, LTD.
- This location is being used for salt water disposal. It will not be produced.

Based on the information provided, BBC requests the Division grant this exception to the locating and siting requirements of R649-3-2. Should you have any questions or need further information, please contact me at 303-299-9935

Sincerely,

Thomas J. Abell
Landman

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100

RECEIVED: August 01, 2012

BOPE REVIEW BILL BARRETT CORP FD 16-10-3-2 SWD 43047530040000

Well Name	BILL BARRETT CORP FD 16-10-3-2 SWD 43047530040000			
String	COND	SURF	PROD	
Casing Size(in)	16.000	9.625	7.000	
Setting Depth (TVD)	80	1800	5654	
Previous Shoe Setting Depth (TVD)	0	80	1800	
Max Mud Weight (ppg)	8.8	8.8	9.6	
BOPE Proposed (psi)	0	500	5000	
Casing Internal Yield (psi)	1000	3520	7240	
Operators Max Anticipated Pressure (psi)	2822		9.6	

Calculations	COND String	16.000	"	
Max BHP (psi)	.052*Setting Depth*MW=	37		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	27	NO	
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	19	NO	
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	19	NO	
Required Casing/BOPE Test Pressure=		80	psi	
*Max Pressure Allowed @ Previous Casing Shoe=		0	psi *Assumes 1psi/ft frac gradient	

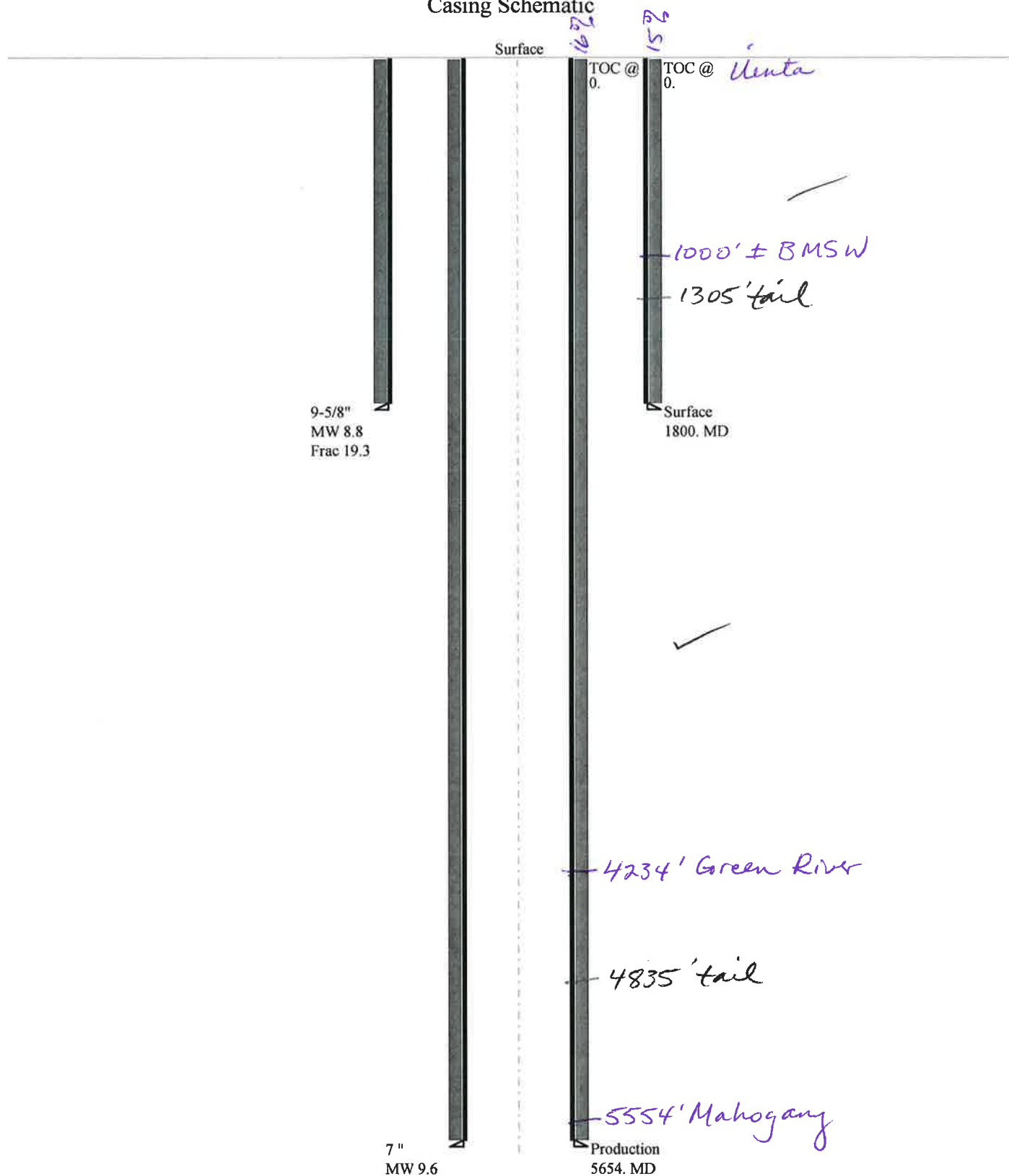
Calculations	SURF String	9.625	"	
Max BHP (psi)	.052*Setting Depth*MW=	824		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	608	NO	fresh water spud mud
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	428	YES	w/rotating head if spudder rig used
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	446	NO	OK
Required Casing/BOPE Test Pressure=		1800	psi	
*Max Pressure Allowed @ Previous Casing Shoe=		80	psi *Assumes 1psi/ft frac gradient	

Calculations	PROD String	7.000	"	
Max BHP (psi)	.052*Setting Depth*MW=	2822		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	2144	YES	
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	1578	YES	OK
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	1974	NO	OK
Required Casing/BOPE Test Pressure=		5000	psi	
*Max Pressure Allowed @ Previous Casing Shoe=		1800	psi *Assumes 1psi/ft frac gradient	

Calculations	String		"	
Max BHP (psi)	.052*Setting Depth*MW=			
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=		NO	
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=		NO	
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=		NO	
Required Casing/BOPE Test Pressure=			psi	
*Max Pressure Allowed @ Previous Casing Shoe=			psi *Assumes 1psi/ft frac gradient	

43047530040000 FD 16-10-3-2 SWD

Casing Schematic



Well name:	43047530040000 FD 16-10-3-2 SWD		
Operator:	BILL BARRETT CORP		
String type:	Surface	Project ID:	43-047-53004
Location:	UINTAH COUNTY		

Design parameters:**Collapse**

Mud weight: 8.800 ppg
Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 99 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 100 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 1,584 psi
Internal gradient: 0.120 psi/ft
Calculated BHP 1,800 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.70 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on buoyed weight.
Neutral point: 1,566 ft

Non-directional string.**Re subsequent strings:**

Next setting depth: 5,654 ft
Next mud weight: 9.600 ppg
Next setting BHP: 2,820 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 1,800 ft
Injection pressure: 1,800 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	1800	9.625	36.00	J-55	ST&C	1800	1800	8.796	15646

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	823	2020	2.455	1800	3520	1.96	56.4	394	6.99 J

Prepared Helen Sadik-Macdonald
by: Div of Oil, Gas & Mining

Phone: 801 538-5357
FAX: 801-359-3940

Date: September 20, 2012
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 1800 ft, a mud weight of 8.8 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Well name:	43047530040000 FD 16-10-3-2 SWD		
Operator:	BILL BARRETT CORP		
String type:	Production	Project ID:	43-047-53004
Location:	UINTAH COUNTY		

Design parameters:**Collapse**

Mud weight: 9.600 ppg
Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 153 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,000 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 1,576 psi
Internal gradient: 0.220 psi/ft
Calculated BHP 2,820 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.60 (B)

Non-directional string.

Tension is based on air weight.
Neutral point: 4,835 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	5654	7	26.00	L-80	LT&C	5654	5654	6.151	108665
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	2820	5410	1.919	2820	7240	2.57	147	511	3.48 J

Prepared Helen Sadik-Macdonald
by: Div of Oil, Gas & Mining

Phone: 801-538-5357
FAX: 801-359-3940

Date: September 20, 2012
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 5654 ft, a mud weight of 9.6 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name FD 16-10-3-2 SWD
API Number 43047530040000 **APD No** 6487 **Field/Unit** UNDESIGNATED
Location: 1/4,1/4 SESE **Sec 10** **Tw 3.0S** **Rng 2.0E** 400 FSL 150 FEL
GPS Coord (UTM) 606670 4454103 **Surface Owner** Bill Barrett Corporation

Participants

Jake Woodland and Kary Eldredge (BBC), Don Hamilton (permit contractor), Brandon Bowthorpe and Trevor Anderson (surveyors)

Regional/Local Setting & Topography

This proposed location lays on a flat just south of an existing oilfield access road. The location is a few hundred feet north of 4500 south street which is the Highway between Randlett and Pelican Lake. Pelican lake lays approximately 4 miles to the south east. There is a fairly large drywash just to the south and east of location. There are some small drainages which must be diverted to the larger wash.

Surface Use Plan

Current Surface Use

New Road Miles	Well Pad	Src Const Material	Surface Formation
0.01	Width 275 Length 350	Onsite	ALLU

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Grease wood, spiny hopsage, little to no grass, very sparse vegetation

Soil Type and Characteristics

Clay soil

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diversion Required? Y

Small drainages

Berm Required? N

Erosion Sedimentation Control Required? N

Paleo Survey Run? N Paleo Potential Observed? N Cultural Survey Run? N Cultural Resources? N

Reserve Pit

Site-Specific Factors

Site Ranking

**Distance to Groundwater (feet)
Distance to Surface Water (feet)
Dist. Nearest Municipal Well (ft)
Distance to Other Wells (feet)
Native Soil Type
Fluid Type
Drill Cuttings
Annual Precipitation (inches)
Affected Populations
Presence Nearby Utility Conduits**

Final Score

Sensitivity Level

Characteristics / Requirements

The reserve pit as proposed is 185ft by 70ft by 8ft deep and is to placed in a cut stable location. Kary Eldredge of Bill Barrett Corporation stated that a minimum 16 mil liner and felt subliner will be used and this appears to be adequate for this location.

Closed Loop Mud Required? N Liner Required? Y Liner Thickness 16 Pit Underlayment Required? Y

Other Observations / Comments

**Richard Powell
Evaluator**

**8/15/2012
Date / Time**

Application for Permit to Drill

Statement of Basis

Utah Division of Oil, Gas and Mining

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
6487	43047530040000	LOCKED	WD	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	Bill Barrett Corporation	
Well Name	FD 16-10-3-2 SWD		Unit		
Field	UNDESIGNATED		Type of Work	DRILL	
Location	SESE 10 3S 2E U 400 FSL 150 FEL GPS Coord (UTM) 606668E 4454105N				

Geologic Statement of Basis

Bill Barrett proposes to set 80 feet of conductor and 1,800 feet of surface casing at this location. The entire surface hole will be drilled with fresh water mud. The depth to the base of the moderately saline water at this location is estimated to be at a depth of 1,000'. A search of Division of Water Rights records shows 2 water wells within a 10,000 foot radius of the center of Section 10. The wells are 200 and 300 feet in depth with listed uses as oil exploration, irrigation and stock watering. Both wells are more than 1 mile from the proposed location. The wells probably produce water from the Uinta Formation. The surface formation at this site is the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. The proposed casing and cement should adequately protect usable ground water in the area.

Brad Hill
APD Evaluator

9/12/2012
Date / Time

Surface Statement of Basis

This location is on fee surface owned by the applicant Bill Barrett Corporation. Kary Eldredge acted as both oil company representative and land owner representative. There were no land owner concerns.

There is a fairly large dry wash just to the south and east of location. There are some small drainages which must be diverted to the larger wash. Kary Eldredge of Bill Barrett Corporation stated that a minimum 16 mil liner and felt subliner will be used and this appears to be adequate for this location. This appears to be a good site for placement of this well.

Richard Powell
Onsite Evaluator

8/15/2012
Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit.
Surface	Drainages adjacent to the proposed pad shall be diverted around the location.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 7/25/2012

API NO. ASSIGNED: 43047530040000

WELL NAME: FD 16-10-3-2 SWD

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8172

CONTACT: Venessa Langmacher

PROPOSED LOCATION: SESE 10 030S 020E

Permit Tech Review: ☒

SURFACE: 0400 FSL 0150 FEL

Engineering Review: ☒

BOTTOM: 0400 FSL 0150 FEL

Geology Review: ☒

COUNTY: UINTAH

LATITUDE: 40.23085

LONGITUDE: -109.74545

UTM SURF EASTINGS: 606668.00

NORTHINGS: 4454105.00

FIELD NAME: UNDESIGNATED

LEASE TYPE: 4 - Fee

LEASE NUMBER: Fee

PROPOSED PRODUCING FORMATION(S): GREEN RIVER

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

☒ PLAT☒ Bond: STATE - LPM4138148☐ Potash☐ Oil Shale 190-5☐ Oil Shale 190-3☐ Oil Shale 190-13☒ Water Permit: 43-180☐ RDCC Review:☒ Fee Surface Agreement☐ Intent to Commingle

Commingle Approved

LOCATION AND SITING:

☐ R649-2-3.

Unit:

☐ R649-3-2. General☒ R649-3-3. Exception☒ Drilling Unit

Board Cause No: R649-3-3

Effective Date:

Siting:

☐ R649-3-11. Directional DrillComments: Presite Completed
IRR SEC.:Stipulations: 1 - Exception Location - dmason
5 - Statement of Basis - bhill
25 - Surface Casing - hmacdonald

RECEIVED: September 24, 2012



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: FD 16-10-3-2 SWD
API Well Number: 43047530040000
Lease Number: Fee
Surface Owner: FEE (PRIVATE)
Approval Date: 9/24/2012

Issued to:

BILL BARRETT CORP, 1099 18th Street Ste 2300, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-3. The expected producing formation or pool is the GREEN RIVER Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

Exception Location:

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Surface casing shall be cemented to the surface.

Additional Approvals:

The operator is required to obtain approval from the Division of Oil, Gas and mining before performing any of the following actions during the drilling of this well:

- Any changes to the approved drilling plan - contact Dustin Doucet

- Significant plug back of the well - contact Dustin Doucet
- Plug and abandonment of the well - contact Dustin Doucet

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well - contact Carol Daniels
OR
submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website
at <http://oilgas.ogm.utah.gov>
- 24 hours prior to testing blowout prevention equipment - contact Dan Jarvis
- 24 hours prior to cementing or testing casing - contact Dan Jarvis
- Within 24 hours of making any emergency changes to the approved drilling program
- contact Dustin Doucet
- 24 hours prior to commencing operations to plug and abandon the well - contact Dan Jarvis

Contact Information:

The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voicemail message if the person is not available to take the call):

- Carol Daniels 801-538-5284 - office
- Dustin Doucet 801-538-5281 - office
801-733-0983 - after office hours
- Dan Jarvis 801-538-5338 - office
801-231-8956 - after office hours

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

Approved By:

A handwritten signature in black ink, appearing to read "J. Rogers", written over a faint horizontal line.

For John Rogers
Associate Director, Oil & Gas

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
1. TYPE OF WELL Water Disposal Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: FD 16-10-3-2 SWD
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0400 FSL 0150 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U		9. API NUMBER: 43047530040000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: UNDESIGNATED
COUNTY: UINTAH		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> ALTER CASING	
<input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 10/3/2012	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Spudding Operation was conducted by Triple A Drilling @ 8:00 am on 10/3/12.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY October 11, 2012		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 10/4/2012	

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# H&P 319
 Submitted By JET LORENZEN Phone Number 970-623-7078
 Well Name/Number FD 16-10-3-2 SWD
 Qtr/Qtr SE/SE Section 10 Township 3S Range 2E
 Lease Serial Number FEE
 API Number 43-047-53004

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☒ Surface Casing
- ☐ Intermediate Casing
- ☐ Production Casing
- ☐ Liner
- ☐ Other

Date/Time 10/12/2012 01:00 AM ☐ PM ☒

BOPE

- ☐ Initial BOPE test at surface casing point
- ☒ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

RECEIVED

OCT 12 2012

DIV. OF OIL, GAS & MINING

Date/Time 10/13/2012 04:00 AM ☒ PM ☐

Remarks _____

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# HP319
Submitted By JET LORENZEN Phone Number 970-623-7078
Well Name/Number FD 16-10-3-2 SWD
Qtr/Qtr SE/SE Section 10 10 Township 3S Range 2E
Lease Serial Number FEE
API Number 43-047-53004

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☐ Surface Casing
☐ Intermediate Casing
☒ Production Casing
☐ Liner
☐ Other

Date/Time 10/15/2012 18:00 HR AM ☐ PM ☒

BOPE

- ☐ Initial BOPE test at surface casing point
☐ BOPE test at intermediate casing point
☐ 30 day BOPE test
☐ Other

RECEIVED

OCT 16 2012

DIV. OF OIL, GAS & MINING

Date/Time _____ AM ☐ PM ☐

Remarks _____

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8115

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304753004	FD 16-10-3-2 SWD		SESE	10	3S	2E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	new	18751	10/3/2012			10/24/2012	
Comments: Spudding Operation was conducted by Triple A Drilling @ 8:00 am. <u>GRRV</u>							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

OCT 11 2012

Brady Riley

Name (Please Print)

Brady Riley

Signature

Permit Analyst

Title

10/4/2012

Date

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Water Disposal Well	8. WELL NAME and NUMBER: FD 16-10-3-2 SWD	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43047530040000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0400 FSL 0150 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U	COUNTY: UINTAH	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 10/31/2012	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

October 2012 monthly drilling activity report is attached.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 November 07, 2012

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 11/7/2012

**FD 16-10-3-2 SWD 10/9/2012 02:00 - 10/9/2012 06:00**

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
02:00	4.00	06:00	1	RIGUP & TEARDOWN	WO DAYLIGHT

FD 16-10-3-2 SWD 10/9/2012 06:00 - 10/10/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	RIG DOWN ROTARY TOOLS LOWER DERRICK, WELD UNOINS IN PUMP HOUSE. TURN LINERS IN PUMPS
18:00	12.00	06:00	1	RIGUP & TEARDOWN	WO DAY LIGHT

FD 16-10-3-2 SWD 10/10/2012 06:00 - 10/11/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	RIG DN, MOVE, RIG ALL BUT DERRICK. MOVING F/ SMALL LOC, TO SMALL LOC. MAKING SLOW.
18:00	12.00	06:00	1	RIGUP & TEARDOWN	PULL WIRES. RIG UP BACK YARD. FILL MUDTANKS AND WATER TANKS

FD 16-10-3-2 SWD 10/11/2012 06:00 - 10/12/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.50	14:30	1	RIGUP & TEARDOWN	RIG UP, PUT DERRICK ON FLOOR AND RAISE, RIG UP BLOCKS.
14:30	2.00	16:30	14	NIPPLE UP B.O.P	NIPPLE UP CONDUCTOR
16:30	1.50	18:00	20	DIRECTIONAL WORK	PICK UP BHA
18:00	10.75	04:45	2	DRILL ACTUAL	SPUD DRLG 12 1/4" HOLE F/ 104 TO 1442' (1338' IN 10.75 HR = 124.5 FPH) SLIDE: 32' IN .75 HR = 42.7 FPH) ROTATE: 1306' IN 10 HR = 13.1 FPH. MM 8" HUNTING 7/8 LOBE 2.5 STAGE .07 GPR FIXED 1.5 DEGREE BEND 8.27' BTB.
04:45	0.50	05:15	7	LUBRICATE RIG	RIG SERVICE
05:15	0.75	06:00	2	DRILL ACTUAL	DRLG F/ 1442 TO 1536' @ 125.3 FPH ROTATING

FD 16-10-3-2 SWD 10/12/2012 06:00 - 10/13/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.75	08:45	1	RIGUP & TEARDOWN	DRLG F/ 1536' TO 1805' (269' IN 2.75 HR = 97.8 FPH) SLIDE:12' IN .25 HR 48 FPH, ROTATE: 257' IN 2.5 HR = 102.8 FPH, MM 8" HUNTING 7/8 LOBE 2.5 STAGE .07 GPR FIXED 1.5 DEGREE BEND 8.27' BTB.
08:45	0.50	09:15	5	COND MUD & CIRC	CIRC. COND F/ CASING
09:15	1.00	10:15	6	TRIPS	SHORT TRIP TO 350'
10:15	1.00	11:15	5	COND MUD & CIRC	CIRC. LARGE CHUNKS OF SHALE COMING OVER SHAKER
11:15	1.75	13:00	6	TRIPS	TOOH L/D 8" TOOLS
13:00	2.75	15:45	12	RUN CASING & CEMENT	HSM,RIG UP WEATHERFORD AND RUNCASING. FC (1.00) SHOE JT (44.29), FC (1.00), 40 JTS 9 5/8" 36# J55 STC CASING LANDED @ 1796' MADE UP W/ BESTOLIFE DOPE TO 3940 FT/LB.
15:45	2.25	18:00	5	COND MUD & CIRC	CIRC. WO. HES HAD NO TRUCKS AVAILABLE.
18:00	2.00	20:00	12	RUN CASING & CEMENT	HSM,SWAP HES AND CEMENT 20 BLS H2O, 40 BNLS SUPER FLUSH, 20 BLS H2O, 260 SKS HLC PREMIUM 11# 3.16 YEILD W/ 5 LB SILICALITE, .125 LB POLY-E-FLAKE, .25 KWIK SEAL. TAILED W/ 235 SKS PREMIUM TYPE III 14.8# 1.33 YEILD W/ .125 LB POLY-E-FLAKE, DISPLACED W/ 135 BL H2O. BUMP PLUG FLOATS HELD. 65 BLS CEMENT TO SURFACE. GOOD RETURNS ON WHOLE JOB.
20:00	0.50	20:30	14	NIPPLE UP B.O.P	TEST CASING TO 1500# F/ 30 MINS.
20:30	3.50	00:00	13	WAIT ON CEMENT	WOC.
00:00	3.50	03:30	14	NIPPLE UP B.O.P	WELD ON WELL HEAD.
03:30	2.00	05:30	14		NIPPLE UP BOPS

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
05:30	0.50	06:00	15	TEST B.O.P	TEST BOP

FD 16-10-3-2 SWD 10/13/2012 06:00 - 10/14/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.50	08:30	15	TEST B.O.P	TEST BOP, TEST ALL RAMS AND VALVES TO 5000# F/ 10 MINS. TEST ANNULAR TO 2500# F/ 10 MINS.
08:30	0.50	09:00	14	NIPPLE UP B.O.P	INSTALL WEAR BUSHING
09:00	0.50	09:30	7	LUBRICATE RIG	RIG SERVICE
09:30	2.00	11:30	6	TRIPS	PICK UP BHA, OREINTATE MWD, TIH
11:30	0.75	12:15	21	OPEN	DRILL OUT SHOE TRACK AND 5' OF NEW HOLE
12:15	0.25	12:30	15	TEST B.O.P	EMW TEST, 196 PSI W/ 8.4 NUD = 10.5
12:30	1.50	14:00	2	DRILL ACTUAL	DRLG 8 3/4" HOLE F/ 1805' TO 2188' (383' IN 1.5 HR= 255.3 FPH), SLIDE: 8' I .25 HR = 32 FPH, ROTATE: 375' IN 1.25 HR = 300 FPH MM 6 3/4" SPERRY DRILL 7/8 LOBE 3.3 STAGE .14 GPR 11.5 FIXED BEND 4.93 BTB.
14:00	0.25	14:15	22	OPEN	REPLACE CAP GAUSKET ON #1 PUMP
14:15	15.75	06:00	2	DRILL ACTUAL	DRLG F/ 21888' TO 4505" (2317' IN 15.75 HR = 1477.1) SLIDE:46' IN 1.25 HR = 36.8 FPH, ROTATE:2271' IN 14.5 HR = 156.7 FPH. DRLG W/ 1 PUMP WAITING ON WELDER 6 HRS.

FD 16-10-3-2 SWD 10/14/2012 06:00 - 10/15/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	2	DRILL ACTUAL	DRLG F/ 4505' TO 4641' (136' IN2 HR = 68 FPH) SLIDE: 10' IN 1 HR = 10 FPH, ROTATE: 126' IN 1 HR = 126 FPH. MM 6 3/4" SPERRY DRILL 7/8 LOBE 3.3 STAGE .14 GPR 11.5 FIXED BEND 4.93 BTB.
08:00	0.50	08:30	5	COND MUD & CIRC	CIRC. PUMP DRY SLUG
08:30	4.00	12:30	6	TRIPS	TRIPF/ BIT #3
12:30	8.00	20:30	2	DRILL ACTUAL	DRLG F/ 4641' TO 5695' (1054' IN 8 HR = 131.75 FPH) SLIDE: 18' IN .5 HR = 36 FPH, ROTATE: 1036' IN 7.5 HR = 138.1 FPH.
20:30	0.75	21:15	5	COND MUD & CIRC	CIRC. SWEEP,PUMP DRY SLUG
21:15	1.25	22:30	6	TRIPS	SHORT TRIP 20 STDS TIGHT @ 4300 TO 4500'
22:30	0.75	23:15	5	COND MUD & CIRC	CIRC SWEEP
23:15	1.50	00:45	6	TRIPS	SHORT TRIP 18 STDS STIL TIGHT. REAM F/ 4300' TO 4500' TIH
00:45	0.50	01:15	5	COND MUD & CIRC	CIRC SWEEP
01:15	2.75	04:00	6	TRIPS	TOOH F/ LOGS
04:00	2.00	06:00	11	WIRELINE LOGS	HSM RIG UP HES AND LOG LOGERS TD 5694' QUAD COMBO F/ 5694' TO SURFACE CASING.

FD 16-10-3-2 SWD 10/15/2012 06:00 - 10/16/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.25	08:15	11	WIRELINE LOGS	LOGGING
08:15	0.50	08:45	14	NIPPLE UP B.O.P	PULL WEAR BUSHING
08:45	1.75	10:30	6	TRIPS	TIH
10:30	0.75	11:15	5	COND MUD & CIRC	CIRC.
11:15	4.50	15:45	6	TRIPS	LDDP AND BHA
15:45	5.75	21:30	12	RUN CASING & CEMENT	HSM, RIG UP WEATHERFORD AND RUN CASING. FS (1.00) SHOE JT (42.54'), FC (1.00), 133 JTS 7" 26# P110 LT&C CASING(5647.62') LANDE @ 5689' FC @ 5644.46. MADE UP W/ BESTOLIFE DOPE TO 5110 FT/LB.
21:30	1.00	22:30	5	COND MUD & CIRC	CIRC. COND F/ CASING. MIX LCM TO GET RETURNS

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
22:30	2.50	01:00	12	RUN CASING & CEMENT	HSM, SWAP TO HES AND CEMENT, 10 BLS H2O, 40 BLS SUPER FLUSH, 10 BLS H2O, 280 SAKS TUNED LIGHT W/5 LB SILICALITE, 10 LB SCOTCHLITE, .35 LB HALAD-344.5 DAIR, .9 LB HR-601, 5 LB BENTONITE, 1 GRANULITE. TAILED W/ 235 SKS BONDCEM 13.5# 1.42 YEILD W/ 2& BENTONITE, 3% CACL, .75% HALAD=322, .2% FWCA, .3 SUPER CBL, .125 LB POLY-E FLAKE, 1 LB GRANULITE. DISPAED W/ 203 BL H2O W/ CLAY WEB AND ADICIDE. RETURNS STARTED SLOWING W/ 25 BLS LEFT TO DISPLACE. SLOW ED TO 3 BL/MIN. GETTING 3/4 RETURNS. DID NOT SEE ANY CEMENT TO SURFACE.
01:00	5.00	06:00	14	NIPPLE UP B.O.P	NIPPLE DN SET SLIPS W/175K . CLEAN MUD TANKS

FD 16-10-3-2 SWD 10/16/2012 06:00 - 10/17/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	14	NIPPLE UP B.O.P	CLEAN MUD TANKS

FD 16-10-3-2 SWD 10/19/2012 06:00 - 10/20/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	HSM. CLEAN CELLAR. PAD WITH DIRT. TEST FOR GAS. REMOVE COVER. MAKE FINAL CUT. NU 11" 5K X 7" 5K TBG HEAD. PRES TEST VOID.

FD 16-10-3-2 SWD 10/22/2012 06:00 - 10/23/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	HSM. RU SLB AND RUN GR/JB TO TAG AT 5607', FC AT 5644' (37' FILL). RUN CBL/GR/CCL WITH 1000 PSI PRES. CMT WAS GOOD FROM TD TO 2400', POOR FROM 2400' TO 2208'. TOC 2208'. NO SHORT JTS WERE FOUND.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Water Disposal Well	8. WELL NAME and NUMBER: FD 16-10-3-2 SWD	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43047530040000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: UNDESIGNATED
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0400 FSL 0150 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U	COUNTY: UINTAH	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 12/3/2012	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

November 2012 monthly drilling activity report is attached.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 December 04, 2012

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 12/3/2012

**FD 16-10-3-2 SWD 11/2/2012 06:00 - 11/3/2012 06:00**

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	5.00	11:00	CTRL	Crew Travel	MOVE RIG FROM 3-16D-7-20
11:00	1.00	12:00	RMOV	Rig Move	SPOT IN AND RUSU. ND NIGHT CAP. NU BOP. RU FLOOR.
12:00	4.00	16:00	PFRT	Perforating	RU SLB W/ 5K LUBE. PU 3-1/8" PERF GUNS (3104 PJO, 23 GR, 36" PENT, .38" EHD, 6 SPF ON 60") CORRELATED TO HES SD/DWN/DL/MSFL OH LOG DATED 10/15/12 AND SLB CBL/GR/CCL/TEMP CH LOG DATED 10/22/22. PERF UPPER GREEN RIVER 4366'-4658' WITH 120 HOLES. RD SLB.
16:00	3.00	19:00	RUTB	Run Tubing	MU AND RIH W/ 7" AS1 (MILLER) PKR, 1-JT 2-7/8" L-80 TBG, PSN, 133-JTS 2-7/8" TBG. PU 7" 5K HANGER. SET PKR AT 4313' IN 15K COMP. EOT AT 4321.71 AND PSN AT 4281'. PRES TEST ANNULUS TO 1000 PSI. HELD. DRAIN EQUIP. SDFN
19:00	11.00	06:00	LOCL	Lock Wellhead & Secure	CREW TRAVEL. WELL SHUT IN AND SECURE.

FD 16-10-3-2 SWD 11/3/2012 06:00 - 11/4/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. HSM
07:00	1.00	08:00	GOP	General Operations	START AND FUEL EQUIP. PUT PMP LINES BACK TOGETHER. TBG 150 PSI, CSG 0 PSI. BLOW DOWN TO FBT. RU SWAB EQUIP.
08:00	8.50	16:30	SWAB	Swab Well Down	MADE 27 SWAB RUNS RECOVERING 103 BBLS. MULTICHEM CATCHING SAMPLES AFTER 81 BBLS RECOVERED ON RUN #19. HAVE MUDDY, GASSY WTR WITH TRACE OF OIL. MADE 1/2 HR RUNS FOR LAST 3-1/2 HRS.
16:30	0.50	17:00	GOP	General Operations	RD SWAB LUBE. SECURE WELL FOR NIGHT. DRAIN LINES.
17:00	13.00	06:00	LOCL	Lock Wellhead & Secure	WELL SHUT IN AND SECURE.

FD 16-10-3-2 SWD 11/5/2012 06:00 - 11/6/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. JSA.
07:00	10.50	17:30	SWAB	Swab Well Down	SITP 550, SICP 0. BLOW WELL DOWN TO FBT. RU SWAB EQUIP. RIH AND STACK OUT ON THICK OIL AT 550'. UNABLE TO GET THRU. POOH. POUR DIESEL DOWN TBG. RIH W/ SAND CUP. UNABLE TO GET THRU. POOH. HEAT AND POUR 5 GAL HOT DIESEL DOWN TBG. RIH W/ SINKER BARS TO GET WORKED THRU OIL. POOH AND USE SAND CUP. MADE 3 SWAB RUNS. IFL 100', FFL 3500', RECOVER 10 BBLS. CHANGE TO WIRE CUP ON RUN #5. TAG FL AT 3900', WENT TO 4200'. STUCK WHEN START TO COME UP. WORK SANDLINE. NO SUCCESS. ORDER KINLEY CUTTER. POUR 10 GAL DIESEL DOWN TBG. WORK SANDLINE. ORDER KINLEY CUTTER. POUR 10 GAL DIESEL DOWN TBG AND WORK SANDLINE AS WAIT ON CUTTER. CUTTER AOL. FILL TBG WITH 20 BBLS KCL. DROP CUTTER. WORK SANDLINE FOR CUTTER TO FALL. CUT SANDLINE IN 65 MIN. POOH W/ SANDLINE AND CUTTER. RD SWAB EQUIP. RELEASE PKR FROM 4321'. REV CIRC TO CLEAN UP TBG. UNABLE TO PMP DOWN TBG. SDFN.
17:30	12.50	06:00	LOCL	Lock Wellhead & Secure	WELL SHUT IN AND SECURE.

FD 16-10-3-2 SWD 11/6/2012 06:00 - 11/7/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL. JSA.
07:00	3.00	10:00	PULT	Pull Tubing	SITP 50, SICP 0. BLOW WELL DOWN. HAVE CLEAN WTR AT SURFACE. PULL AND LD HANGER. POOH AS LD 133-JTS 2-7/8" L-80 TBG, PSN, 1-JT 2-7/8" TBG. LD 7" AS1 MILLER PKR.
10:00	1.50	11:30	GOP	General Operations	RD FLOOR. ND BOP. NU FRAC VALVE. RACK OUT PMP.
11:30	1.00	12:30	SRIG	Rig Up/Down	RDSU.
12:30	1.50	14:00	RMOV	Rig Move	ROAD RIG 52 MILES TO 13-16D-36 BTR
14:00	16.00	06:00	LOCL	Lock Wellhead & Secure	WELL SHUT IN AND SECURE.

**FD 16-10-3-2 SWD 11/7/2012 06:00 - 11/8/2012 06:00**

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	SMTG	Safety Meeting	HOLD SAFETY MEETING W/ ALL CONTRACTORS ON DAILY OPERATION.
07:00	4.00	11:00	ACID	Acid Wash/Squeeze	R/U HALCO. TEST LINES TO 6000 PSI, HELD. OPEN WELL 0 PSI. PERFS F/ 4368' TO 4660'. PUMPED 595 BBL'S FRESH WATER, ISIP- 438. PUMPED 358 BBL'S 15% HCL & 120 BIO-BALLS. FLUSH W/ 193 BBL'S. VERY LITTLE BALL ACTION. ISIP- 284. AVG RATE- 44.1, MAX RATE- 50.5. AVG PSI- 767, MAX PSI- 1049. R/D HALCO. MOL.
11:00	19.00	06:00	LOCL	Lock Wellhead & Secure	WELL SHUT IN & SECURE.

FD 16-10-3-2 SWD 11/20/2012 06:00 - 11/21/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL
07:00	0.25	07:15	SMTG	Safety Meeting	SAFETY MTG
07:15	1.75	09:00	RMOV	Rig Move	ROAD RIG 52.8 MILES FROM 14-8D-36 TO LOCATION.
09:00	1.00	10:00	SRIG	Rig Up/Down	SPOT IN AND RUSU.
10:00	2.00	12:00	BOPI	Install BOP's	ND FRAC VALVES, NU BOP. X-OVER FOR TBG. SPOT CATWALK AND RACKS. UNLOAD TBG.
12:00	5.00	17:00	RUTB	Run Tubing	MU AND RIH W/ 2-7/8" WL GUIDE, XN, 6' X 2-7/8" TBG SUB, 7" PACKER, XN, 3-1/2" X 2-7/8" X-OVER, 124-JTS 3-1/2" COATED ID TBG. SDFN
17:00	13.00	06:00	LOCL	Lock Wellhead & Secure	CREW TRAVEL. WELL SHUT IN AND SECURE.

FD 16-10-3-2 SWD 11/21/2012 06:00 - 11/22/2012 06:00

API/UWI 43047530040000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 5,695.0	Primary Job Type Drilling & Completion
---------------------------	----------------------	------------------	-----------------------------	---------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	CTRL	Crew Travel	CREW TRAVEL
07:00	0.25	07:15	SMTG	Safety Meeting	SAFETY MTG
07:15	1.75	09:00	RUTB	Run Tubing	CONT RIH W/ 8-JTS 3-1/2" TBG. LAND ON HANGER
09:00	1.00	10:00	GOP	General Operations	CIRCULATE 130 BBLS PRODUCED TREATED WTR FOR PKR FLUID.
10:00	0.50	10:30	GOP	General Operations	SET 7" MILLER HORNET PKR AT 4325', X NIPPLE AT 4317', XN NIPPLE AT 4331'. EOT AT 4332'.
10:30	0.50	11:00	WTST	Well Test	PRES TEST CSG TO 1000 PSI. RD D&M. NU WH.
11:00	1.00	12:00	SRIG	Rig Up/Down	RDSU. LOAD EQUIP.
12:00	1.00	13:00	RMOV	Rig Move	ROAD RIG AND YARD.
13:00	17.00	06:00			WELL SHUT IN AND SECURE.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☐ FORM 8
(highlight changes)

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. TYPE OF WELL: OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> DRY <input type="checkbox"/> OTHER <u>injection</u>						5. LEASE DESIGNATION AND SERIAL NUMBER: FEE																																																																																	
b. TYPE OF WORK: NEW WELL <input checked="" type="checkbox"/> HORIZ. LATS. <input type="checkbox"/> DEEP-EN <input type="checkbox"/> RE-ENTRY <input type="checkbox"/> DIFF. RESVR. <input type="checkbox"/> OTHER _____						6. IF INDIAN, ALLOTTEE OR TRIBE NAME																																																																																	
2. NAME OF OPERATOR: Bill Barrett Corporation						7. UNIT or CA AGREEMENT NAME																																																																																	
3. ADDRESS OF OPERATOR: 1099 18th St Ste 2300 CITY Denver STATE CO ZIP 80202						8. WELL NAME AND NUMBER: FD 16-10-3-2 SWD																																																																																	
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 400 FSL, 150 FEL AT TOP PRODUCING INTERVAL REPORTED BELOW: 371 FSL, 152 FEL AT TOTAL DEPTH: 325 FSL, 164 FEL						9. API NUMBER: 4304753004																																																																																	
10. FIELD AND POOL, OR WILDCAT UNDESIGNATED						11. QTR/CTR. SECTION, TOWNSHIP, RANGE, MERIDIAN: SESE 10 3S 2E S																																																																																	
12. COUNTY Uintah						13. STATE UTAH																																																																																	
14. DATE SPURRED: 10/3/2012		15. DATE T.D. REACHED: 10/16/2012		16. DATE COMPLETED: 11/2/2012		ABANDONED <input type="checkbox"/> READY TO PRODUCE <input checked="" type="checkbox"/>																																																																																	
17. ELEVATIONS (DF, RKB, RT, GL): 4831 GR		18. TOTAL DEPTH: MD 5,695 TVD 5,694		19. PLUG BACK T.D.: MD 5,689 TVD 5,688		20. IF MULTIPLE COMPLETIONS, HOW MANY? *																																																																																	
21. DEPTH BRIDGE MD PLUG SET: TVD						22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each) <u>CBL/GR/CCL/TEMP, BCSA, SD, DSM, DL, MSF</u>																																																																																	
23. WAS WELL CORED? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit analysis) WAS DST RUN? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit report) DIRECTIONAL SURVEY? NO <input type="checkbox"/> YES <input checked="" type="checkbox"/> (Submit copy)																																																																																							
24. CASING AND LINER RECORD (Report all strings set in well) <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th>HOLE SIZE</th> <th>SIZE/GRADE</th> <th>WEIGHT (#/ft.)</th> <th>TOP (MD)</th> <th>BOTTOM (MD)</th> <th>STAGE CEMENTER DEPTH</th> <th>CEMENT TYPE & NO. OF SACKS</th> <th>SLURRY VOLUME (BBL)</th> <th>CEMENT TOP **</th> <th>AMOUNT PULLED</th> </tr> </thead> <tbody> <tr> <td>26</td> <td>16 Cond</td> <td>65#</td> <td>0</td> <td>80</td> <td>80</td> <td></td> <td></td> <td>0</td> <td></td> </tr> <tr> <td>12 1/4</td> <td>9 5/8 J-55</td> <td>36#</td> <td>0</td> <td>1,796</td> <td>1,796</td> <td>495</td> <td>202</td> <td>0</td> <td></td> </tr> <tr> <td>8 3/4</td> <td>6 1/8 L80</td> <td>26#</td> <td>0</td> <td>5,689</td> <td>5,689</td> <td>515</td> <td>525</td> <td>2362</td> <td>15000</td> </tr> <tr><td> </td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr> <tr><td> </td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr> <tr><td> </td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr> <tr><td> </td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr> </tbody> </table>								HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED	26	16 Cond	65#	0	80	80			0		12 1/4	9 5/8 J-55	36#	0	1,796	1,796	495	202	0		8 3/4	6 1/8 L80	26#	0	5,689	5,689	515	525	2362	15000																																								
HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED																																																																														
26	16 Cond	65#	0	80	80			0																																																																															
12 1/4	9 5/8 J-55	36#	0	1,796	1,796	495	202	0																																																																															
8 3/4	6 1/8 L80	26#	0	5,689	5,689	515	525	2362	15000																																																																														
25. TUBING RECORD <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th>SIZE</th> <th>DEPTH SET (MD)</th> <th>PACKER SET (MD)</th> <th>SIZE</th> <th>DEPTH SET (MD)</th> <th>PACKER SET (MD)</th> <th>SIZE</th> <th>DEPTH SET (MD)</th> <th>PACKER SET (MD)</th> </tr> </thead> <tbody> <tr> <td>4 1/2</td> <td>4,307</td> <td>4,300</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>								SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	4 1/2	4,307	4,300																																																																				
SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)																																																																															
4 1/2	4,307	4,300																																																																																					
26. PRODUCING INTERVALS <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th>FORMATION NAME</th> <th>TOP (MD)</th> <th>BOTTOM (MD)</th> <th>TOP (TVD)</th> <th>BOTTOM (TVD)</th> </tr> </thead> <tbody> <tr> <td>(A) Green River</td> <td>4,365</td> <td>4,657</td> <td></td> <td></td> </tr> <tr> <td>(B)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(C)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(D)</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>				FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	(A) Green River	4,365	4,657			(B)					(C)					(D)					27. PERFORATION RECORD <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th>INTERVAL (Top/Bot - MD)</th> <th>SIZE</th> <th>NO. HOLES</th> <th>PERFORATION STATUS</th> </tr> </thead> <tbody> <tr> <td>4,365 4,657</td> <td>.38</td> <td>140</td> <td>Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/></td> </tr> <tr> <td></td> <td></td> <td></td> <td>Open <input type="checkbox"/> Squeezed <input type="checkbox"/></td> </tr> <tr> <td></td> <td></td> <td></td> <td>Open <input type="checkbox"/> Squeezed <input type="checkbox"/></td> </tr> <tr> <td></td> <td></td> <td></td> <td>Open <input type="checkbox"/> Squeezed <input type="checkbox"/></td> </tr> </tbody> </table>				INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS	4,365 4,657	.38	140	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>				Open <input type="checkbox"/> Squeezed <input type="checkbox"/>				Open <input type="checkbox"/> Squeezed <input type="checkbox"/>				Open <input type="checkbox"/> Squeezed <input type="checkbox"/>																																			
FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)																																																																																			
(A) Green River	4,365	4,657																																																																																					
(B)																																																																																							
(C)																																																																																							
(D)																																																																																							
INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS																																																																																				
4,365 4,657	.38	140	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>																																																																																				
			Open <input type="checkbox"/> Squeezed <input type="checkbox"/>																																																																																				
			Open <input type="checkbox"/> Squeezed <input type="checkbox"/>																																																																																				
			Open <input type="checkbox"/> Squeezed <input type="checkbox"/>																																																																																				
28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th>DEPTH INTERVAL</th> <th>AMOUNT AND TYPE OF MATERIAL</th> </tr> </thead> <tbody> <tr> <td>4368'-4660'</td> <td>Green River: 16604 gals 15% HCL w/ 120 Bioballs; 595 bbls slurry</td> </tr> <tr><td> </td><td></td></tr> <tr><td> </td><td></td></tr> </tbody> </table>								DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL	4368'-4660'	Green River: 16604 gals 15% HCL w/ 120 Bioballs; 595 bbls slurry																																																																												
DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL																																																																																						
4368'-4660'	Green River: 16604 gals 15% HCL w/ 120 Bioballs; 595 bbls slurry																																																																																						
29. ENCLOSED ATTACHMENTS: <input checked="" type="checkbox"/> ELECTRICAL/MECHANICAL LOGS <input type="checkbox"/> GEOLOGIC REPORT <input type="checkbox"/> DST REPORT <input checked="" type="checkbox"/> DIRECTIONAL SURVEY <input type="checkbox"/> SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION <input type="checkbox"/> CORE ANALYSIS <input type="checkbox"/> OTHER: _____						30. WELL STATUS: <u>Inactive</u> <u>INJ</u>																																																																																	

RECEIVED

JAN 15 2013

DIV. OF OIL, GAS & MINING

31. INITIAL PRODUCTION**INTERVAL A (As shown in Item #26)**

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL B (As shown in Item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL C (As shown in Item #26)

INTERVAL STATUS (AS SHOWN IN HISTORY)										
DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL D (As shown in Item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)**33. SUMMARY OF POROUS ZONES (Include Aquifers):**

Show all important zones of porosity and contents thereof; Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				Green River Mahogany TD	4,222 5,681 5,695

35. ADDITIONAL REMARKS (Include plugging procedure)

TOC calculated CBL. Cond. cemented w/ grout. No test data, well never went to sales; well will be converted to SWD well

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Brady Riley

TITLE Permit Analyst

SIGNATURE Brady Riley

DATE 1/14/2013

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

Bill Barrett Corp
Utah County, UT (NAD 1927)
Sec. 10-T3S-R2E
FD 16-10-3-2 SWD

Plan A

Design: MWD Survey

Sperry Drilling Services

Final Survey Report

04 December, 2012

Well Coordinates: 695,848.82 N, 2,489,839.90 E (40° 13' 50.19" N, 109° 44' 43.70" W)
Ground Level: 4,829.00 ft

Local Coordinate Origin:	Centered on Well FD 16-10-3-2 SWD
Viewing Datum:	KB @ 4853.00ft (H&P 319)
TVDs to System:	N
North Reference:	True
Unit System:	API - US Survey Feet - Custom
Geodetic Scale Factor Applied	
Version: 2003.16 Build: 431	

HALLIBURTON

Design Report for FD 16-10-3-2 SWD - MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
124.00	0.45	244.03	124.00	-0.21	-0.44	0.29	0.36
First MWD Survey							
187.00	0.21	227.35	187.00	-0.40	-0.75	0.52	0.41
249.00	0.44	180.95	249.00	-0.71	-0.83	0.85	0.54
340.00	0.44	222.28	339.99	-1.32	-1.07	1.49	0.34
432.00	0.68	203.70	431.99	-2.08	-1.53	2.32	0.32
523.00	0.45	164.48	522.99	-2.92	-1.85	3.16	0.48
614.00	0.49	138.70	613.98	-3.56	-1.30	3.73	0.23
708.00	0.58	170.91	707.98	-4.33	-0.96	4.43	0.33
803.00	0.44	124.15	802.98	-5.01	-0.58	5.04	0.45
897.00	0.65	145.12	896.97	-5.65	0.02	5.66	0.30
991.00	0.37	77.90	990.97	-6.02	0.62	5.83	0.65
1,085.00	0.48	91.96	1,084.97	-5.97	1.31	5.66	0.16
1,179.00	0.36	107.94	1,178.96	-6.08	1.99	5.64	0.18
1,274.00	0.34	178.56	1,273.96	-6.45	2.28	5.96	0.43
1,368.00	0.54	183.39	1,367.98	-7.17	2.26	6.67	0.22
1,462.00	0.60	178.40	1,461.95	-8.11	2.25	7.60	0.08
1,557.00	0.32	138.91	1,556.95	-8.80	2.44	8.25	0.43
1,651.00	0.21	192.20	1,650.95	-9.17	2.57	8.59	0.27
1,731.00	0.31	197.35	1,730.95	-9.52	2.48	8.95	0.13
1,840.00	0.63	181.22	1,839.95	-10.40	2.38	9.83	0.31
1,934.00	0.53	180.76	1,933.94	-11.35	2.36	10.77	0.11
2,028.00	0.67	192.54	2,027.94	-12.32	2.23	11.75	0.20
2,123.00	0.96	192.24	2,122.93	-13.64	1.95	13.10	0.31
2,217.00	0.24	222.65	2,216.92	-14.56	1.65	14.05	0.81
2,311.00	0.68	222.90	2,310.92	-15.11	1.13	14.69	0.47
2,405.00	0.51	76.72	2,404.92	-15.42	1.16	14.99	1.21
2,499.00	0.24	135.04	2,498.91	-15.47	1.71	14.94	0.46
2,594.00	0.26	152.02	2,593.91	-15.80	1.95	15.22	0.08
2,688.00	0.47	202.61	2,687.91	-16.34	1.90	15.77	0.39
2,782.00	0.48	207.89	2,781.91	-17.05	1.57	16.52	0.05
2,877.00	0.70	210.39	2,876.90	-17.90	1.09	17.44	0.23
2,971.00	0.23	287.68	2,970.90	-18.34	0.82	17.95	0.73
3,065.00	0.12	154.14	3,064.90	-18.37	0.48	18.01	0.35
3,159.00	0.24	161.63	3,158.90	-18.64	0.59	18.26	0.13
3,253.00	0.45	182.46	3,252.90	-19.20	0.63	18.80	0.26
3,348.00	0.46	198.77	3,347.89	-19.93	0.49	19.55	0.14
3,442.00	0.44	181.85	3,441.89	-20.65	0.36	20.28	0.14
3,536.00	0.64	188.35	3,535.89	-21.53	0.27	21.16	0.22
3,631.00	0.53	248.67	3,630.88	-22.22	-0.21	21.92	0.63
3,725.00	0.37	243.03	3,724.88	-22.51	-0.89	22.33	0.18
3,819.00	0.57	218.23	3,818.88	-23.02	-1.45	22.92	0.30
3,913.00	0.70	213.17	3,912.87	-23.86	-2.05	23.86	0.15
4,008.00	0.17	247.70	4,007.87	-24.40	-2.50	24.47	0.60
4,102.00	0.98	171.77	4,101.86	-25.25	-2.52	25.31	1.01
4,196.00	0.43	155.14	4,195.86	-26.37	-2.25	26.36	0.62
4,290.00	0.86	169.06	4,289.85	-27.38	-1.97	27.31	0.48
4,385.00	0.98	195.38	4,384.84	-28.86	-2.05	28.78	0.46
4,479.00	0.62	207.40	4,478.83	-30.09	-2.50	30.07	0.42

Design Report for FD 16-10-3-2 SWD - MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
4,574.00	1.52	200.30	4,573.81	-31.73	-3.17	31.80	0.96
4,688.00	1.64	197.29	4,687.78	-34.18	-4.00	34.36	0.16
4,762.00	1.01	203.11	4,761.75	-36.23	-4.73	36.50	0.68
4,951.00	0.99	218.74	4,950.72	-39.07	-6.36	39.58	0.13
5,045.00	1.44	194.40	5,044.70	-40.86	-7.14	41.48	0.69
5,140.00	3.09	204.45	5,139.62	-44.35	-8.50	45.15	1.78
5,234.00	3.43	189.93	5,233.47	-49.43	-10.03	50.42	0.95
5,328.00	3.60	188.10	5,327.30	-55.12	-10.93	56.18	0.22
5,423.00	4.05	191.38	5,422.08	-61.36	-12.01	62.51	0.53
5,517.00	4.18	188.80	5,515.84	-68.00	-13.19	69.26	0.24
5,638.00	3.98	181.90	5,636.54	-76.56	-14.00	77.82	0.44
Final MWD Survey							
5,695.00	3.98	181.90	5,693.40	-80.51	-14.14	81.74	0.00
Survey Projection to TD							

Design Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
124.00	124.00	-0.21	-0.44	First MWD Survey
5,638.00	5,636.54	-76.56	-14.00	Final MWD Survey
5,695.00	5,693.40	-80.51	-14.14	Survey Projection to TD

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/-S (ft)	Origin +E/-W (ft)	Start TVD (ft)
TD	No Target (Freehand)	189.96	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
124.00	5,695.00	Sperry MWD Surveys	MWD

Targets

Target Name	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
- hit/miss target									
- Shano									
FD 16-10-3-2	0.00	0.00	5,653.00	0.00	0.00	695,849.82	2,489,839.90	40° 13' 50.189 N	109° 44' 43.699 W
- actual wellpath misses target center by 79.55ft at 5638.00ft MD (5636.54 TVD, -76.56 N, -14.00 E)									
- Rectangle (sides W200.00 H200.00 D0.00)									





GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

UNDERGROUND INJECTION CONTROL PERMIT Cause No. UIC-405.1

Operator: Bill Barrett Corporation

Well: FD 16-10-3-2 SWD

Location: Section 10, Township 3 South, Range 2 East, USM

County: Uintah

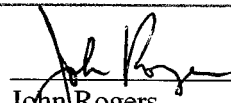
API No.: 43-047-53004

Well Type: Saltwater Disposal Well

Stipulations of Permit Approval

1. Approval for conversion to Injection Well issued on April 1, 2013.
2. Maximum Allowable Injection Pressure: 1,180 psig
3. Maximum Allowable Injection Rate: (restricted by pressure limitation)
4. Injection Interval: Upper Green River Formation, (4,366' – 4,658')
5. A Monthly Injection Report shall be filed as required by R649-8-20.

Approved by:


John Rogers
Associate Director

4-16-2013
Date

JR/AM/js

cc: Bruce Suchomel, Environmental Protection Agency
Uintah County
BLM - Vernal
Well File

N:\O&G Permits\Injection Permits\Bill Barrett Corp





GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

April 1, 2013

Bill Barrett Corporation
C/O Brady Riley
1099 18th Street, Suite 2300
Denver, CO 80202

Subject: Bill Barrett Corp. Well: FD 16-10-3-2 SWD, Section 10, Township 3 South, Range 2 East, USM, Uintah County, Utah, API Well # 43-047-53004

Dear Ms. Riley:

Pursuant to Utah Admin. Code R649-5-3-3, the Division of Oil, Gas and Mining (the "Division") issues its administrative approval for conversion of the referenced well to a Class II injection well. Accordingly, the following stipulations shall apply for full compliance with this approval:

1. Compliance with all applicable requirements for the operation, maintenance and reporting for Underground Injection Control ("UIC") Class II injection wells pursuant to Utah Admin. Code R649-1 et seq.
2. Conformance with all conditions and requirements of the complete application submitted by Bill Barrett Corp.
3. A step-rate test and mechanical integrity test shall be conducted prior to commencing injection.
4. Pressure shall be monitored between the surface casing and the production casing on a regular basis. Any pressure changes observed shall be reported to the Division immediately.

A final approval to commence injection will be issued upon satisfactory completion of the listed stipulations. If you have any questions regarding this approval or the necessary requirements, please contact Ammon McDonald at 801-538-5337 or Brad Hill at 801-538-5315.

Sincerely,

John Rogers
Associate Director

JR/AM/js

cc: Bruce Suchomel, Environmental Protection Agency
Uintah County
Well File

N:\O&G Permits\Injection Permits\Bill Barrett Corp



BEFORE THE DIVISION OF OIL, GAS AND MINING
DEPARTMENT OF NATURAL RESOURCES
STATE OF UTAH
NOTICE OF AGENCY ACTION
CAUSE NO. UIC – 405.1

IN THE MATTER OF THE APPLICATION OF BILL BARRETT CORPORATION FOR
ADMINISTRATIVE APPROVAL OF THE FD 16-10-3-2 SWD WELL LOCATED IN SECTION 10,
TOWNSHIP 3S, RANGE 2E, UINTAH COUNTY, UTAH, AS A CLASS II INJECTION WELL.

THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE ABOVE ENTITLED MATTER.

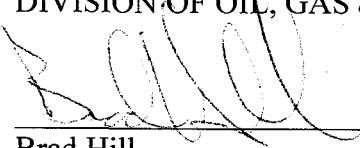
Notice is hereby given that the Division of Oil, Gas and Mining (the "Division") is commencing an informal adjudicative proceeding to consider the application of Bill Barrett Corporation, 1099 18th Street 2300, Denver, Colorado, 80202, (303) 312-8115, for administrative approval of the FD 16-10-3-2 SWD well, API #43-047-53004, located in SE/4 SE/4, Section 10, Township 3S, Range 2E, Uinta Baseline and Meridian, Uintah County, Utah, for conversion to a Class II injection well. The adjudicative proceedings will be conducted informally according to Utah Admin. Rule R649-10, Administrative Procedures.

Selected zones in the Upper Green River Formation will be used for water injection. The maximum requested injection pressure and rate will be determined based on fracture gradient information submitted by Bill Barrett Corporation.

Any person desiring to object to the application or otherwise intervene in the proceeding, must file a written protest or notice of intervention with the Division within fifteen days following publication of this notice. The Division's Presiding Officer for the proceeding is Brad Hill, Permitting Manager, at P.O. Box 145801, Salt Lake City, Utah 84114-5801, phone number (801) 538-5340. If such a protest or notice of intervention is received, a hearing will be scheduled in accordance with the aforementioned administrative procedure rule. Protestants and/or interveners should be prepared to demonstrate at the hearing how this matter affects their interests.

Dated this 12th day of February, 2013.

STATE OF UTAH
DIVISION OF OIL, GAS & MINING


Brad Hill
Permitting Manager

Publish Date
SL Trib 2/15/13

UB Standard
2/14/13

Bill Barrett Corporation
FD 16-10-3-2
Cause No. UIC – 405.1

Publication Notices were sent to the following:

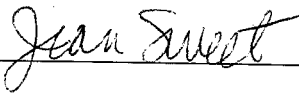
Bill Barrett Corporation
Attn: Brady Riley
1099 18th Street, Suite 2300
Denver, CO 80202

Duchesne County Planning
P O Box 317
Duchesne, UT 84021-0317

Uintah Basin Standard
268 South 200 East
Roosevelt, UT 84066
Via e-mail legals@ubstandard.com

Bruce Suchomel
US EPA Region 8
MS 8-P-W-GW
1595 Wynkoop St
Denver, CO 80202-1129

The Salt Lake Tribune
PO Box 45838
Salt Lake City, UT 84145
Via E-mail naclegal@mediaoneutah.com





Re: Notice of Agency Action – Bill Barrett Corp., FD 16-10-3-2, Cause No. UIC – 405.1

Cindy Kleinfelter <classifieds@ubstandard.com>

To: Jean Sweet <jsweet@utah.gov>

Wed, Feb 13, 2013 at 1:57 PM

On 2/12/2013 2:43 PM, Jean Sweet wrote:

To Whom It May Concern:

Enclosed is a copy of the referenced Notice of Agency Action. Please publish the Notice, once only, as soon as possible. Please notify me via e-mail of the date it will be published. My e-mail address is: jsweet@utah.gov .

Please send proof of publication and billing to:

Division of Oil, Gas and Mining

Suite 1210

PO Box 145801

Salt Lake City, UT 84114-5801

Sincerely,

—

Jean Sweet

Executive Secretary

Utah Division of Oil, Gas and Mining

801-538-5329

Received. Thank you. It will publish Feb. 19.

Cindy



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

February 12, 2013

VIA E-MAIL legals@ubstandard.com

Uintah Basin Standard
268 South 200 East
Roosevelt, UT 84066

Subject: Notice of Agency Action – Bill Barrett Corp., FD 16-10-3-2, Cause No. UIC – 405.1

To Whom It May Concern:

Enclosed is a copy of the referenced Notice of Agency Action. Please publish the Notice, once only, as soon as possible. Please notify me via e-mail of the date it will be published. My e-mail address is: jsweet@utah.gov.

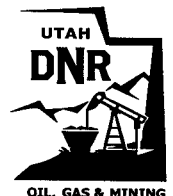
Please send proof of publication and billing to:

Division of Oil, Gas and Mining
Suite 1210
PO Box 145801
Salt Lake City, UT 84114-5801

Sincerely,

Jean Sweet
Executive Secretary

Enclosure





Proof for Notice

Stowe, Ken <naclegal@mediaoneutah.com>

Tue, Feb 12, 2013 at 3:05 PM

Reply-To: "Stowe, Ken" <naclegal@mediaoneutah.com>

To: jsweet@utah.gov

AD# 858333

Run SL Trib & Des News 2/15

Cost \$176.36

Thank You

 **OrderConf.pdf**
118K

Order Confirmation for Ad #0000858333-01

Client	DIV OF OIL-GAS & MINING	Payor Customer	DIV OF OIL-GAS & MINING
Client Phone	801-538-5340	Payor Phone	801-538-5340
Account#	9001402352	Payor Account	9001402352
Address	1594 W NORTH TEMP #1210, P.O. BOX 145801 SALT LAKE CITY, UT 84114 USA	Payor Address	1594 W NORTH TEMP #1210, P.O. BOX SALT LAKE CITY, UT 84114
Fax	801-359-3940	Ordered By	Acct. Exec
Email	juliecarter@utah.gov	Jean	kstowe

Total Amount	\$176.36			
Payment Amt	\$0.00			
Amount Due	\$176.36	Tear Sheets	Proofs	Affidavits
		0	0	1
Payment Method		PO Number	Cause No. UIC-405.1	
Confirmation Notes:				
Text:	Jean			

Ad Type	Ad Size	Color
Legal Liner	2.0 X 51 Li	<NONE>

Product	Placement	Position
Salt Lake Tribune::	Legal Liner Notice - 0998	Public Meeting/Hear-ing Notices
Scheduled Date(s):	2/15/2013	
Product	Placement	Position
Deseret News::	Legal Liner Notice - 0998	Public Meeting/Hear-ing Notices
Scheduled Date(s):	2/15/2013	
Product	Placement	Position
sltrib.com::	Legal Liner Notice - 0998	Public Meeting/Hear-ing Notices
Scheduled Date(s):	2/15/2013	
Product	Placement	Position
utahlegals.com::	utahlegals.com	utahlegals.com
Scheduled Date(s):	2/15/2013	

Ad Content Proof Actual Size

BEFORE THE DIVISION OF OIL, GAS AND MINING
DEPARTMENT OF NATURAL RESOURCES
STATE OF UTAH
NOTICE OF AGENCY ACTION
CAUSE NO. UIC - 405.1

IN THE MATTER OF THE APPLICATION OF BILL BARRETT CORPORATION FOR ADMINISTRATIVE APPROVAL OF THE FD 16-10-3-2 SWD WELL LOCATED IN SECTION 10, TOWNSHIP 3S, RANGE 2E, UTAH COUNTY, UTAH, AS A CLASS II INJECTION WELL.

THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE ABOVE ENTITLED MATTER.

Notice is hereby given that the Division of Oil, Gas and Mining (the "Division") is commencing an informal adjudicative proceeding to consider the application of Bill Barrett Corporation, 1099 18th Street, 2300, Denver, Colorado, 80202, (303) 312-8115, for administrative approval of the FD 16-10-3-2 SWD well, API #43-047-53004, located in SE/4 SE/4, Sector 10, Township 3S, Range 2E, Uirta Baseline and Meridian, Utah County, Utah, for conversion to a Class II injector well. The adjudicative proceedings will be conducted informally according to Utah Admin. Rule R649-10, Administrative Procedures.

Selected zones in the Upper Greer River Formation will be used for water injection. The maximum requested injection pressure and rate will be determined based on fracture gradient information submitted by Bill Barrett Corporation.

Any person desiring to object to the application or otherwise intervene in the proceeding, must file a written protest or notice of intervention with the Division within fifteen days following publication of this notice. The Division's Presiding Officer for the proceeding is Brad Hill, Permitting Manager, at P.O. Box 145801, Salt Lake City, Utah 84114-5801, phone number (801) 538-5340. If such a protest or notice of intervention is received, a hearing will be scheduled in accordance with the aforementioned administrative procedure rule. Protestants and/or interveners should be prepared to demonstrate at the hearing how this matter affects their interests.

Dated this 12th day of February, 2013.

STATE OF UTAH
DIVISION OF OIL, GAS & MINING
/s/
Brad Hill
Permitting Manager
856333

UPAXLP



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

February 12, 2013

VIA E-MAIL naclegal@mediaoneutah.com

Salt Lake Tribune
PO Box 45838
Salt Lake City, UT 84145

Subject: Notice of Agency Action – Bill Barrett Corp., FD 16-10-3-2, Cause No. UIC – 405.1

To Whom It May Concern:

Enclosed is a copy of the referenced Notice of Agency Action. Please publish the Notice, once only, as soon as possible. Please notify me via e-mail of the date it will be published. My e-mail address is: jsweet@utah.gov.

Please send proof of publication and billing for **account #9001402352** to:

Division of Oil, Gas and Mining
PO Box 145801
Salt Lake City, UT 84114-5801

Sincerely,

Jean Sweet
Executive Secretary

Enclosure



UNDERGROUND INJECTION CONTROL

PERMIT APPLICATION

**FD 16-10-3-2
400' FSL & 150' FEL
SESE SEC. 10, T3S-R2E
Uintah County, Utah
API #43-047-53004**

January 15th, 2013

Prepared for:
Utah Department of Natural Resources
Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, Utah 84114-5801

Prepared by:
Brady Riley
Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, Colorado 80202

UIC-405.1

RECEIVED
JAN 23 2013
DIV. OF OIL, GAS & MINING

R649-5-2. Requirements for Class II Injection Wells Including Water Disposal, Storage and Enhanced Recovery Wells

2. The application for an injection well shall include a properly completed UIC Form 1 **(Enclosed)** and the following:

2.1. A plat showing the location of the injection well, all abandoned or active wells within a one-half mile radius of the proposed well, and the surface owner and the operator of any lands or producing leases, respectively, within a one-half mile radius of the proposed injection well. **(Enclosed)**

2.2. Copies of electrical or radioactive logs, including gamma ray logs, for the proposed well run prior to the installation of casing and indicating resistivity, spontaneous potential, caliper, and porosity. **(Enclosed)**

2.3. A copy of a cement bond or comparable log run for the proposed injection well after casing was set and cemented. **(Enclosed)**

2.4. Copies of logs already on file with the division should be referenced, but need not be refiled. **(Copies previously submitted to UDOGM)**

2.5. A description of the casing or proposed casing program of the injection well and of the proposed method for testing the casing before use of the well. **(Enclosed)**

2.6. A statement as to the type of fluid to be used for injection, its source and estimated amounts to be injected daily. **(Enclosed)**

2.7. Standard laboratory analyses of:

2.7.1. The fluid to be injected, **(Enclosed)**

2.7.2. The fluid in the formation into which the fluid is being injected, and **(Enclosed)**

2.7.3. The compatibility of the fluids. **(Enclosed)**

2.8. The proposed average and maximum injection pressures. **(Enclosed)**

2.9. Evidence and data to support a finding that the proposed injection well will not initiate fractures through the overlying strata or a confining interval that could enable the injected fluid or formation fluid to enter any fresh water strata. **(Enclosed)**

2.10. Appropriate geological data on the injection interval with confining beds clearly labeled,

2.10.1. Nearby Underground Sources of Drinking Water, including the geologic formation name, **(Enclosed)**

2.10.2. Lithologic descriptions, thicknesses, depths, water quality, and lateral extent; **(Enclosed)**

2.10.3. Information relative to geologic structure near the proposed well that may effect the conveyance and/or storage of the injected fluids. **(Enclosed)**

2.11. A review of the mechanical condition of each well within a one-half mile radius of the proposed injection well to assure that no conduit exists that could enable fluids to migrate up or down the wellbore and enter improper intervals. **(Enclosed)**

2.12. An affidavit certifying that a copy of the application has been provided to all operators, owners, and surface owners within a one-half mile radius of the proposed injection well. **(Enclosed)**

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 1

APPLICATION FOR INJECTION WELL

Name of Operator Bill Barrett Corporation	Utah Account Number N	Well Name and Number FD 16-10-3-2 SWD
Address of Operator 1099 18th Street, 2300 CITY Denver STATE CO ZIP 80202	Phone Number (303) 312-8115	API Number 4304753004
Location of Well Footage : 400 FSL 150 FEL County : UINTAH QQ, Section, Township, Range: SESE 10 3S 2E State : UTAH		Field or Unit Name UNDESIGNATED Lease Designation and Number fee

Is this application for expansion of an existing project? Yes ☐ No ☒

Will the proposed well be used for:

Enhanced Recovery?	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>
Disposal?	Yes <input checked="" type="checkbox"/>	No <input type="checkbox"/>
Storage?	Yes <input type="checkbox"/>	No <input checked="" type="checkbox"/>

Is this application for a new well to be drilled? Yes ☐ No ☒

If this application is for an existing well, has a casing test been performed? Yes ☒ No ☐
Date of test: 11/29/2012

Proposed injection interval: from 4,366 to 4,658

Proposed maximum injection: rate 3,000 bpd pressure 1,180 psig

Proposed injection zone contains oil ☒, gas ☐, and / or fresh water ☐ within 1/2 mile of the well.

List of attachments: Attachments as required by R649-5-2 As per 2.4 under R649-5.2, logs on file with the Division are as follows: Sonic, CBL, Neutron Density, and Resistivity.

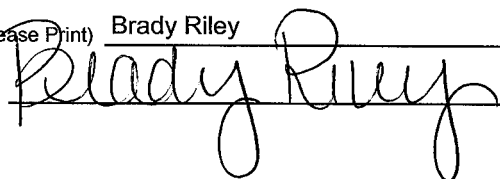
ATTACH ADDITIONAL INFORMATION AS REQUIRED BY CURRENT
UTAH OIL AND GAS CONSERVATION GENERAL RULES

I hereby certify that this report is true and complete to the best of my knowledge.

Name (Please Print) Brady Riley

Title Permit Analyst

Signature



Date 11/16/2012

Permit Application Fact Sheet

FD #16-10-3-2

1. The proposed disposal well FD #16-10-3-2 was drilled in October 2012 and perforated in November of 2012. It was perforated in the upper Green River formation, with a total perforated interval from 4366'-4658' MD.
2. There are no other wells within a ½ mile radius.
3. The injection zone is situated in the upper Green River formation. The injection zone is from 4366' to 4658' and had no significant gas shows while drilling.
4. The confining layers are interspersed within the injection zone as well as ample impermeable rock above and below the gross proposed perforated interval to insure the safety of the fresh water table, as well as the moderately saline zone. There is approximately 350' of shale and mudstone in the Uinta formation beginning at 3060', above the top injection perforation.
5. A water sample taken from the proposed injection interval in the subject well on November 3rd 2012 yielded a sample with calculated TDS of 29,078.
6. We believe the well is in ideal mechanical condition as it was recently drilled in October 2012 and has never been used as a producing well. A review of the cement bond log shows good bond throughout the injection zone and up to a depth of 2400' MD.
7. Notice was provided on January 17th, 2013 to all surface and mineral owners within ¼ mile of the well.
8. The requested maximum allowable injection pressure has been calculated as 1,182 psig based on a step rate test performed on November 29th, 2012. The proposed average injection pressure is calculated to be approximately 500 psig.

T3S, R2E, U.S.B.&M.

BILL BARRETT CORPORATION

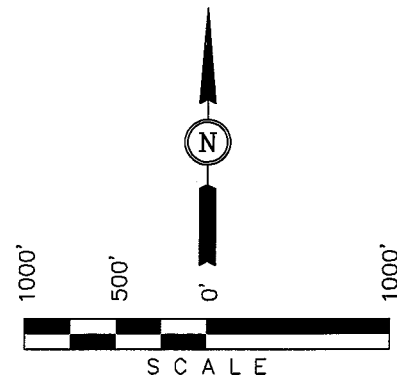
Well location, FD #16-10-3-2 SWD, located as shown in the SE 1/4 SE 1/4 of Section 10, T3S, R2E, U.S.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

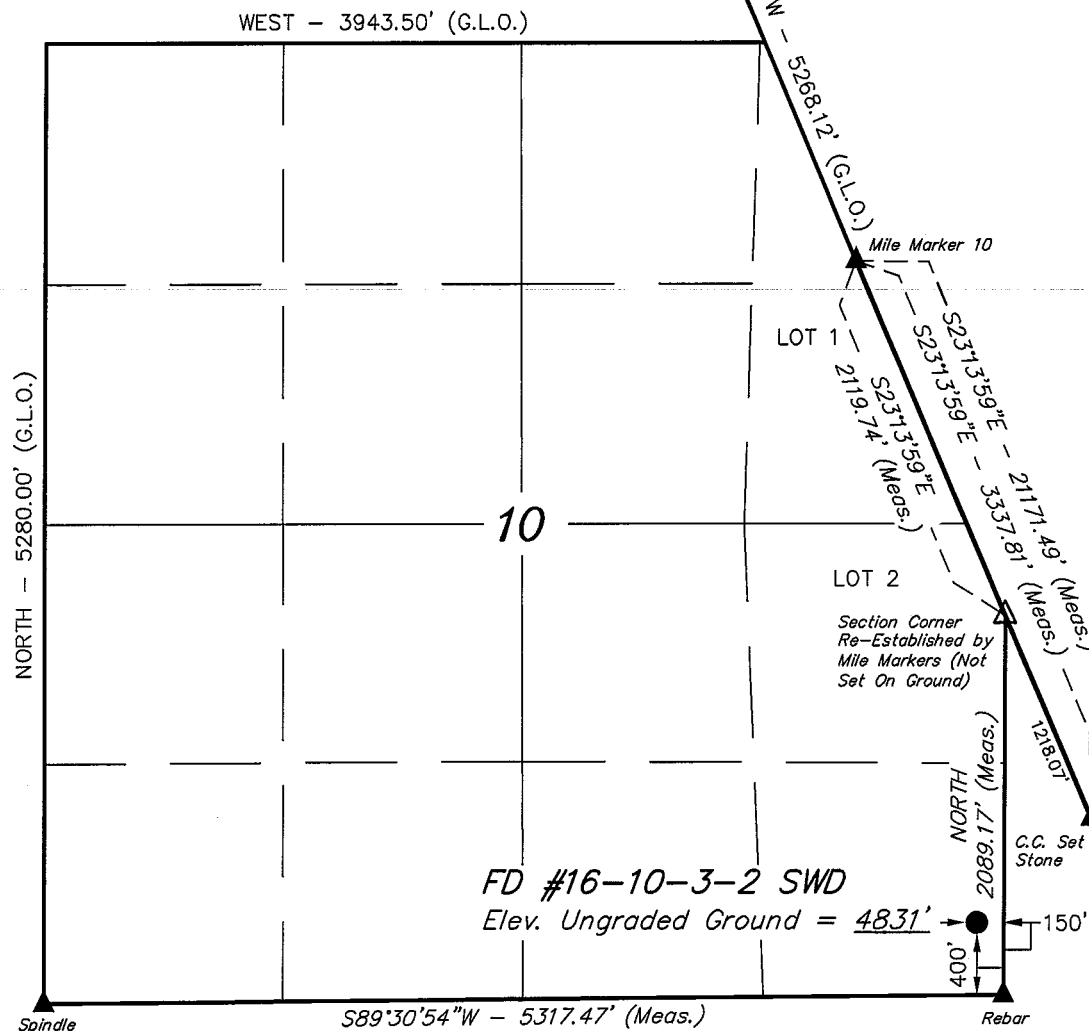
ROBERT KAY
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH
05-25-12

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

REVISED: 05-25-12 M.D.

NAD 83 (SURFACE LOCATION)
LATITUDE = 40°13'50.05" (40.230569)
LONGITUDE = 109°44'46.21" (109.746169)
NAD 27 (SURFACE LOCATION)
LATITUDE = 40°13'50.19" (40.230608)
LONGITUDE = 109°44'43.70" (109.745472)

SCALE 1" = 1000'	DATE SURVEYED: 05-11-12	DATE DRAWN: 05-16-12
PARTY C.R. S.R. J.J.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE BILL BARRETT CORPORATION	



LEGEND:

- └─ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

3S/2E

7S/19E

10

2

FD 16-10-3-2 SWD

11

11

12

15

14

1-G-19E

1-1

12-1

B Bill Barrett Corporation

One Mile Radius Map

FD 16-10-3-2 SWD Pad
SESE, Section 10, T3S, R2E
Uintah County, Utah

Legend

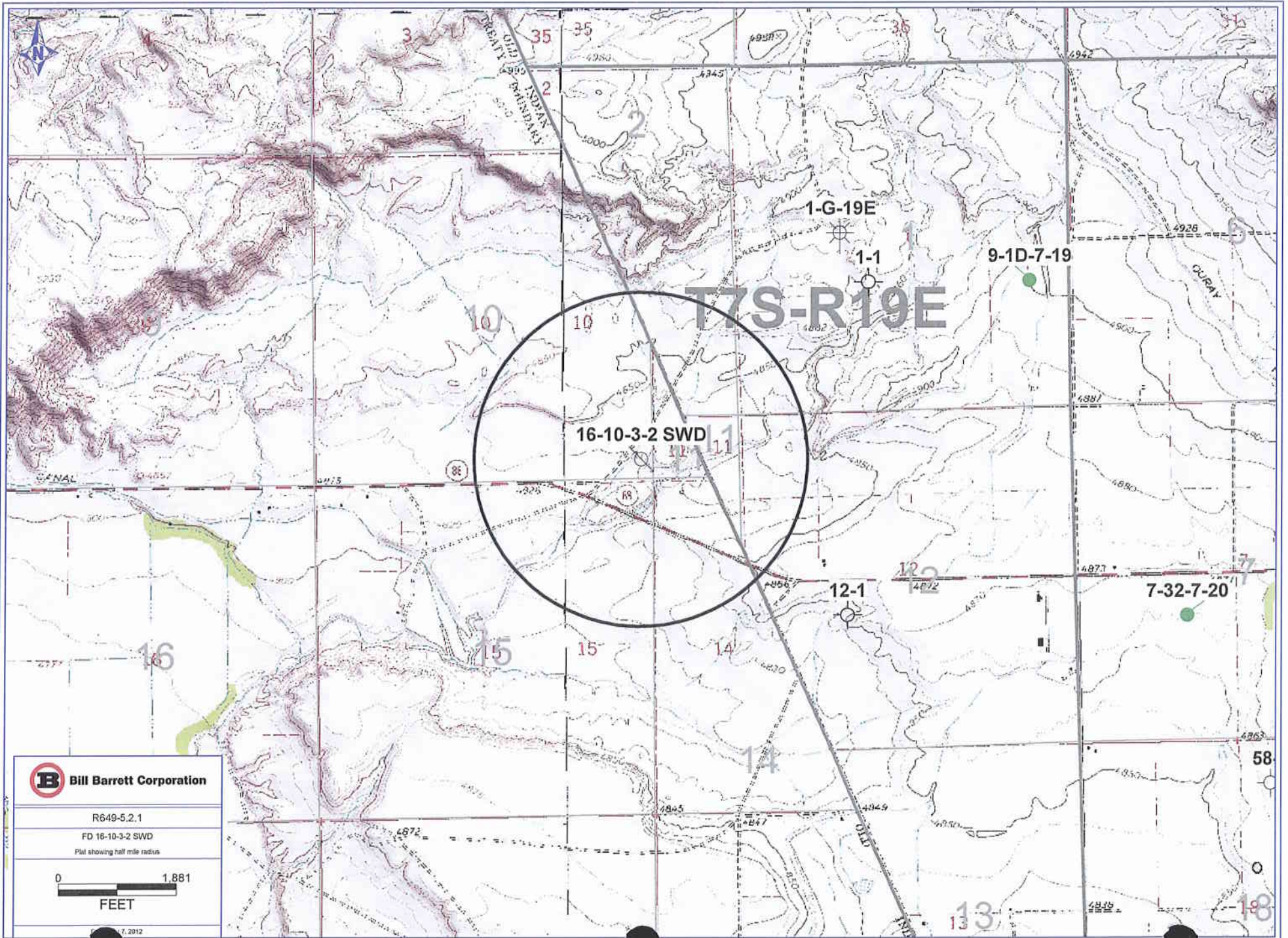


P&A- 3 Total



Surface Hole Location

September 24, 2012



B Bill Barrett Corporation

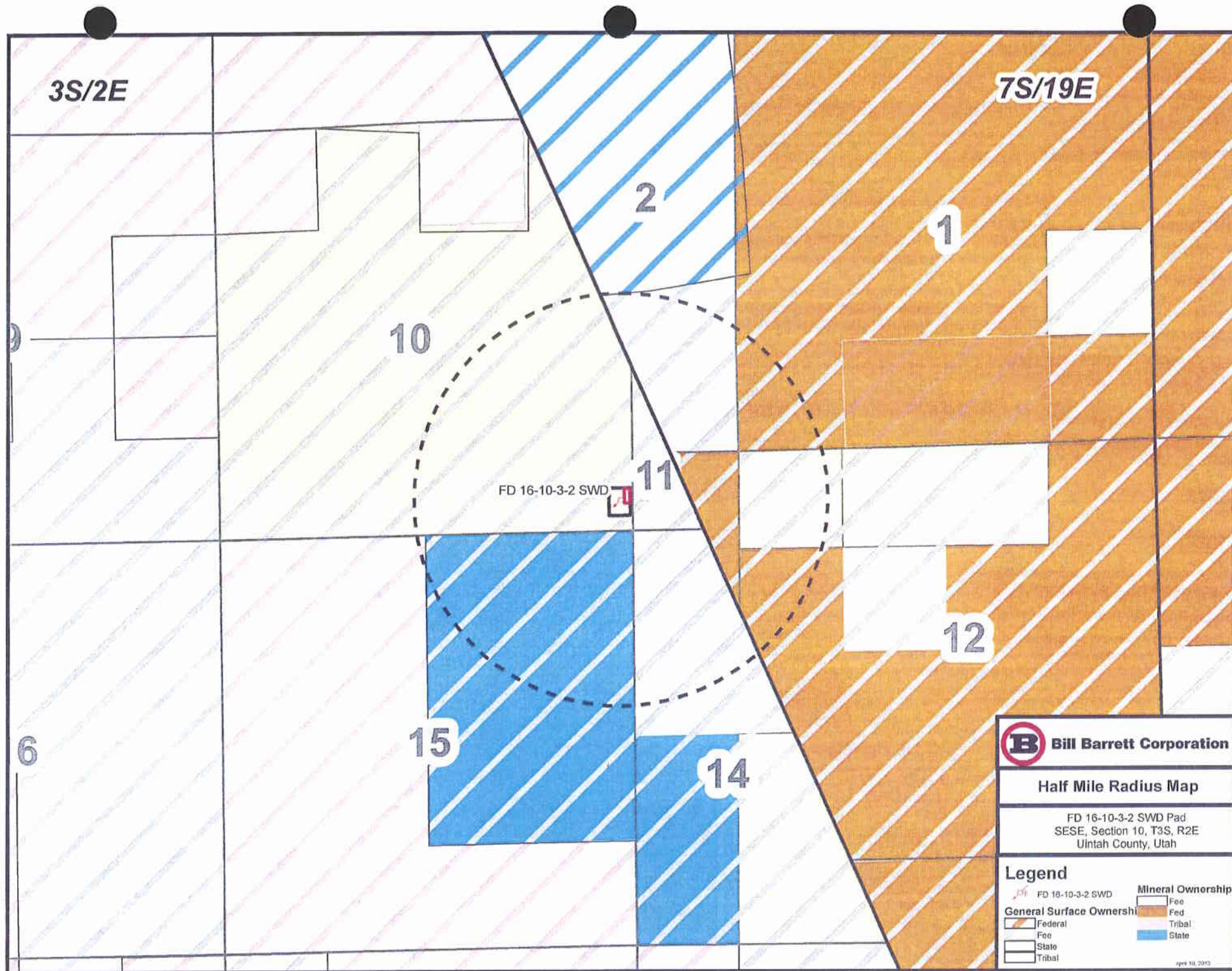
R649-5.2.1

FD 16-10-3-2 SWD

Plat showing half mile radius

0 1,881
FEET

7, 2012



R649-5

2.2

Copies of electrical or radioactive logs, including gamma ray logs, for the proposed well run prior to the installation of casing and indicating resistivity, spontaneous potential, caliper, and porosity.

BBC ran CBL/GR/CCL/TEMP which have been sent to the division for reference and should be in file.

R649-5

2.3

A copy of a cement bond or comparable log run for the proposed injection well after casing was set and cemented.

The CBL is already on file with the division.

R649-5

2.4

Copies of logs already on file with the division should be referenced, but need not be refiled

Logs are already on file with the division

R649-5

2.5

A description of the casing or proposed casing program of the injection well and of the proposed method for testing the casing before use of the well.

Casing Strings					
Csg Des	OD (in)	Wt/Len (lb/ft)	Grade	Top Thread	Set Depth (ft/B)
Conductor	20	94.00	H-40	Butt Weld	104.0
Surface	9 5/8	36.00	J-55	ST&C	1,796.0
Production	7	26.00	L-80	LT&C	5,689.0

After the packer has been set the hole will be loaded with packer fluid and a pressure test will be conducted. It will be 1000psig for 30 minutes.



Bill Barrett Corporation

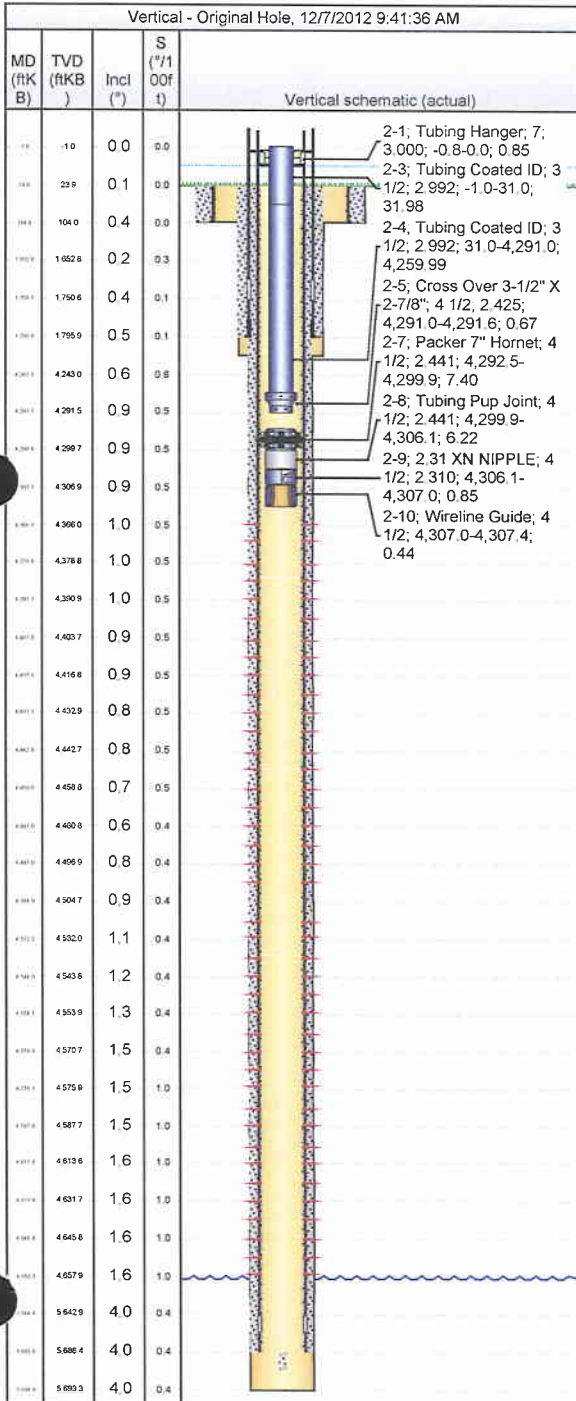
Downhole Well Profile

Well Name: FD 16-10-3-2 SWD

Well Name FD 16-10-3-2 SWD	API/UWI 43-047-53004	License #	Extra Well ID B	Operator Bill Barrett Corporation	Govt. Authority
Well Configuration Type Vertical	Original KB Elevation (ft) 4,853.00	Ground Elevation (ft) 4,829.00	KB-Ground Distance (ft) 24.00	Regulatory Drilling Spud Date	Regulatory Rig Release Date
Surface Legal Location SESE, Sec. 10, T3S, R2E	North/South Distance (ft) 400.0	North/South Reference FSL	East/West Distance (ft) 150.0	East/West Reference FEL	Lat/Long Datum NAD 27
Latitude (") 40° 13' 50.189" N	Longitude (") 109° 44' 43.699" W	Basin Uinta	Field Name Fort Duchesne	County Uintah	State/Province UT

Wellheads

Type	Des	Make	Model	WP (psi)	Service	WP Top (psi)	Top Ring Gasket	Bore Min (in)



Casing Strings

Csg Des	OD (in)	Wt/Len (lb/ft)	Grade	Top Thread	Set Depth (ftKB)
Conductor	20	94.00	H-40	Butt Weld	104.0
Surface	9 5/8	36.00	J-55	ST&C	1,796.0
Production	7	26.00	L-80	LT&C	5,689.0

Perforation Summary

Date	Top (ftKB)	Btm (ftKB)	Zone
11/2/2012 14:30	4,366.0	4,367.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,379.0	4,380.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,391.0	4,392.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,404.0	4,405.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,417.0	4,418.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,433.0	4,434.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,443.0	4,444.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,459.0	4,460.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,481.0	4,482.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,497.0	4,498.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,531.0	4,532.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,543.0	4,544.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,553.0	4,554.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,570.0	4,571.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,575.0	4,576.0	(STG 1) UPPER FREEN RIVER, Original Hole

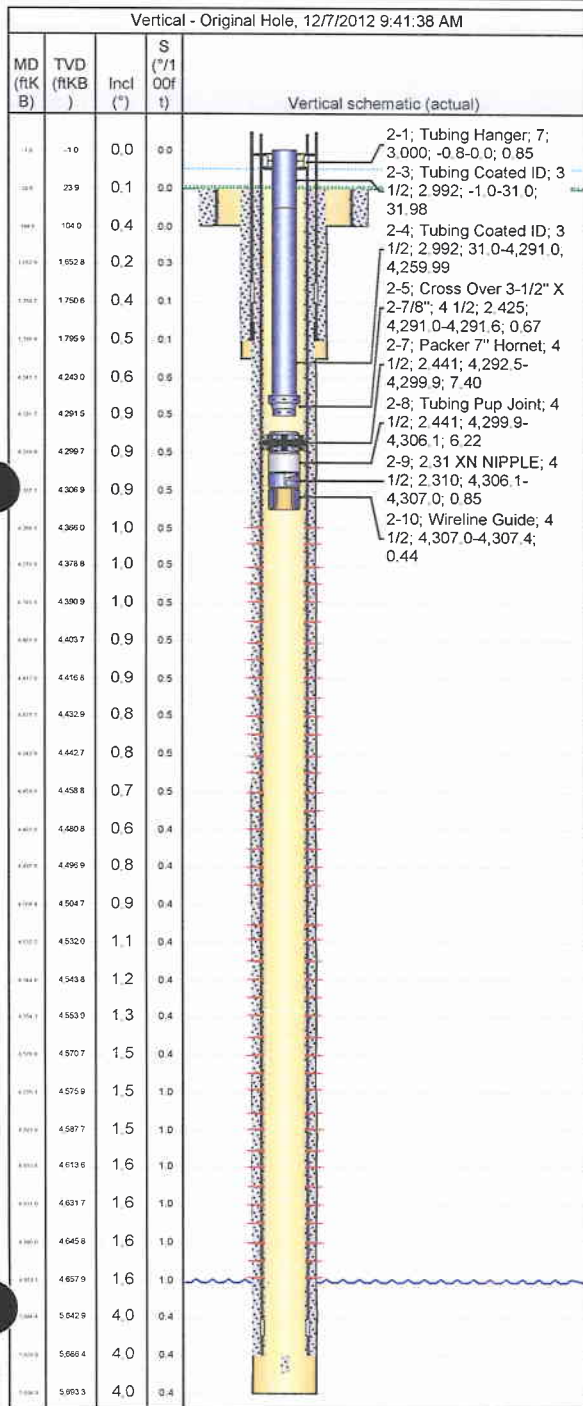


Bill Barrett Corporation

Downhole Well Profile

Well Name: FD 16-10-3-2 SWD

Well Name FD 16-10-3-2 SWD	API/UWI 43-047-53004	License #	Extra Well ID B	Operator Bill Barrett Corporation	Govt Authority
Well Configuration Type Vertical	Original KB Elevation (ft) 4,853.00	Ground Elevation (ft) 4,829.00	KB-Ground Distance (ft) 24.00	Regulatory Drilling Spud Date	Regulatory Rig Release Date
Surface Legal Location SESE, Sec. 10, T3S, R2E	North/South Distance (ft) 400.0	North/South Reference FSL	East/West Distance (ft) 150.0	East/West Reference FEL	Lat/Long Datum NAD 27
Latitude (") 40° 13' 50.189" N	Longitude (") 109° 44' 43.699" W	Basin Uinta	Field Name Fort Duchesne	County Uintah	State/Province UT



Perforation Summary			
Date	Top (ftKB)	Botm (ftKB)	Zone
11/2/2012 14:30	4,587.0	4,588.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,613.0	4,614.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,631.0	4,632.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,645.0	4,646.0	(STG 1) UPPER FREEN RIVER, Original Hole
11/2/2012 14:30	4,657.0	4,658.0	(STG 1) UPPER FREEN RIVER, Original Hole

Tubing - Production set at 4,307.4ftKB on 11/21/2012 00:00							
Tubing Description	Run Date	String Length (ft)	Set Depth (ftKB)				
Tubing - Production	11/21/2012 00:00	4,308.25	4,307.4				
Item Des	Jts	Make	Model	OD (in)	Wt (lb/ft)	Grade	Len (ft)
Tubing Hanger	1			7			0.85
Compression Correction	1			7			-1.00
Tubing Coated ID	1		T&C Upset	3 1/2	9.30	J-55	31.98
Tubing Coated ID	13		T&C Upset	3 1/2	9.30	J-55	4,259.99
Cross Over 3-1/2" X 2-7/8"	1			4 1/2			0.67
2.31 X NIPPLE	1			4 1/2		SS	0.85
Packer 7" Hornet	1	MILLER		4 1/2		NICK LE	7.40
Tubing Pup Joint	1			4 1/2	6.50	NICK LE	6.22
2.31 XN NIPPLE	1			4 1/2		SS	0.85
Wireline Guide	1			4 1/2		NICK LE	0.44

<des> on <dtmrun>							
Rod Description	Run Date	String Length (ft)	Set Depth (ftKB)				
Item Des	Jts	Make	Model	OD (in)	Wt (lb/ft)	Grade	Len (ft)

R649-5

2.6.

A statement as to the type of fluid to be used for injection, its source and estimated amounts to be injected daily.

The fluid that will be used for injection will include flowback water from wells and produced water from wells in the field. See section 2.7 for an analysis of the water. The estimated amount of daily injection is ~3,000 bbls per day.

R649-5

2.7

Standard laboratory analyses of:

2.7.1. The fluid to be injected,

Below is a summary of the results from water analysis included in this section.

Produced Water Analysis Results

Well Name	Test Date	TDS (ppm)
Aurora Federal 15-28	6/1/2012	25,773
FD State 11-36	4/8/2012	23,004
Four Star Federal 7-32	3/6/2011	27,077

These are examples of the wells in East Bluebell that will be disposed of in this SWD.

Analytical Laboratory Report for:
Bill Barrett

Account Representative:
Jc Batty



Production Water Analysis

Listed below please find water analysis report from: **Aurora, 15-28D**

Lab Test Number	Sample Date
2012403495	06/01/2012
Specific Gravity:	1.018
TDS:	25773
pH:	7.10
Cations	mg/L
Calcium as Ca ⁺⁺	670
Magnesium as Mg ⁺⁺	106
Sodium as Na ⁺	7790
Iron as Fe ⁺⁺	30.40
Potassium as K ⁺	704.0
Barium as Ba ⁺⁺	1.32
Strontium as Sr ⁺⁺	50.80
Manganese as Mn ⁺⁺	0.91
Anions	mg/L
Bicarbonate as HCO ₃ ⁻	1220
Sulfate as SO ₄ ⁼	500
Chloride as Cl ⁻	14700
Gases	mg/L
Carbon Dioxide as CO ₂	60
Hydrogen Sulfide as H ₂ S	0.0

Analytical Laboratory Report for:
Bill Barrett



Account Representative:
Jc Batty

DownHole SATTM Scale Prediction @ 100 deg. F

Lab Test Number	Sample Date	Location
2012403495	06/01/2012	15-28D

Mineral Scale	Saturation Index	Momentary Excess (lbs/1000 bbls)
Calcite (CaCO ₃)	8.58	3.13
Strontianite (SrCO ₃)	1.51	1.70
Anhydrite (CaSO ₄)	0.08	-2448.87
Gypsum (CaSO ₄ *2H ₂ O)	0.10	-2164.14
Barite (BaSO ₄)	5.93	1.86
Celestite (SrSO ₄)	0.22	-245.07
Siderite (FeCO ₃)	829.46	4.10
Halite (NaCl)	0.00	-530211.81
Iron sulfide (FeS)	0.00	-0.04

Interpretation of DHSat Results:

The Saturation Index is calculated for each mineral species independently and is a measure of the degree of supersaturation (driving force for precipitation) under the conditions modeled. This value ranges from 0 to infinity with 1.0 representing a condition of equilibrium where scale will neither dissolve nor precipitate. Values less than 1.0 are undersaturated and values greater than 1.0 are supersaturated. The Momentary excess is a measure of how much scale would have to precipitate to bring the system back to a non-scaling condition. This value ranges from negative (dissolving) to positive (precipitating) values. The Momentary Excess represents the amount of scale possible while the Saturation Level represents the probability that scale will form.

Analytical Laboratory Report for:
ELK PRODUCTION, LLC



Account Representative:
Batty, Jc

Production Water Analysis

Listed below please find water analysis report from: **Roosevelt Unit, State 11-36-6-19**

Lab Test Number	Sample Date
2012402094	04/08/2012

Specific Gravity: 1.016
TDS: 23004
pH: 7.10

Cations	mg/L
Calcium as Ca ⁺⁺	407
Magnesium as Mg ⁺⁺	56.40
Sodium as Na ⁺	7670
Iron as Fe ⁺⁺	15.80
Potassium as K ⁺	505.0
Barium as Ba ⁺⁺	2.94
Strontium as Sr ⁺⁺	26.60
Manganese as Mn ⁺⁺	0.71
Zinc as Zn ⁺⁺	0.00
Anions	mg/L
Bicarbonate as HCO ₃ ⁻	1220
Sulfate as SO ₄ ⁼	1100
Chloride as Cl ⁻	12000
Gases	mg/L
Carbon Dioxide as CO ₂	50
Hydrogen Sulfide as H ₂ S	1.0

Analytical Laboratory Report for:
ELK PRODUCTION, LLC



Account Representative:
Batty, Jc

DownHole SAT™ Scale Prediction @ 100 deg. F

Lab Test Number	Sample Date	Location
2012402094	04/08/2012	State 11-36-6-19

Mineral Scale	Saturation Index	Momentary Excess (lbs/1000 bbls)
Calcite (CaCO3)	5.38	2.93
Strontianite (SrCO3)	0.90	-0.51
Anhydrite (CaSO4)	0.11	-2280.71
Gypsum (CaSO4*2H2O)	0.16	-1981.81
Barite (BaSO4)	35.85	4.86
Celestite (SrSO4)	0.32	-109.79
Siderite (FeCO3)	465.97	4.16
Halite (NaCl)	0.00	-527667.63
Iron sulfide (FeS)	17.29	1.17

Interpretation of DHSat Results:

The Saturation Index is calculated for each mineral species independently and is a measure of the degree of supersaturation (driving force for precipitation) under the conditions modeled. This value ranges from 0 to infinity with 1.0 representing a condition of equilibrium where scale will neither dissolve nor precipitate. Values less than 1.0 are undersaturated and values greater than 1.0 are supersaturated. The Momentary excess is a measure of how much scale would have to precipitate to bring the system back to a non-scaling condition. This value ranges from negative (dissolving) to positive (precipitating) values. The Momentary Excess represents the amount of scale possible while the Saturation Level represents the probability that scale will form.

Analytical Laboratory Report for:
ELK RESOURCES INC.



Account Representative:
Batty, Jc

Production Water Analysis

Listed below please find water analysis report from: Aurora Unit, Aurora 7-32

Lab Test Number		Sample Date
2011401497		03/06/2011
[]		
Specific Gravity: 1.019		
TDS:	27077	
pH:	7.00	
Cations:	mg/L	as:
Calcium	0.00	(Ca ⁺⁺)
Magnesium	293	(Mg ⁺⁺)
Sodium	6440	(Na ⁺)
Iron	103.00	(Fe ⁺⁺)
Potassium	98.6	(K ⁺)
Barium	1.68	(Ba ⁺⁺)
Strontium	36.50	(Sr ⁺⁺)
Manganese	4.34	(Mn ⁺⁺)
Anions:	mg/L	as:
Bicarbonate	1710	(HCO ₃ ⁻)
Sulfate	590	(SO ₄ ⁼)
Chloride	17800	(Cl ⁻)
Gases:		
Carbon Dioxide	20	(CO ₂)
Hydrogen Sulfide	1.0	(H ₂ S)

Analytical Laboratory Report for:
ELK RESOURCES INC.



Account Representative:
Batty, Jc

DownHole SAT™ Scale Prediction @ 180 deg. F

[
]

Lab Test Number	Sample Date	Location
2011401497	03/06/2011	Aurora 7-32
Mineral Scale	Saturation Index	Momentary Excess (lbs/1000 bbls)
Calcite (CaCO3)	0.00	-17.78
Strontianite (SrCO3)	0.87	-1.20
Anhydrite (CaSO4)	0.00	-1969.34
Gypsum (CaSO4*2H2O)	0.00	-2491.54
Barite (BaSO4)	1.71	1.18
Celestite (SrSO4)	0.15	-284.13
Siderite (FeCO3)	10586.94	7.62
Halite (NaCl)	0.00	-605761.44
Iron sulfide (FeS)	57.29	1.31

Interpretation of DHSat Results:

The **Saturation Index** is calculated for each mineral species independently and is a measure of the degree of supersaturation (driving force for precipitation) under the conditions modeled. This value ranges from 0 to infinity with 1.0 representing a condition of equilibrium where scale will neither dissolve nor precipitate. Values less than 1.0 are undersaturated and values greater than 1.0 are supersaturated. The **Momentary excess** is a measure of how much scale would have to precipitate to bring the system back to a non-scaling condition. This value ranges from negative (dissolving) to positive (precipitating) values. The **Momentary Excess** represents the amount of scale possible while the **Saturation Level** represents the probability that scale will form.

Analytical Laboratory Report for:
ELK RESOURCES INC.



Account Representative:
Batty, Jc

Production Water Analysis

Listed below please find water analysis report from: Aurora Unit, Aurora 7-32

Lab Test Number		Sample Date	
2011401498		03/16/2011	
[]			
Specific Gravity:		1.010	
TDS:		13234	
pH:		7.00	
Cations:	mg/L	as:	
Calcium	253	(Ca ⁺⁺)	
Magnesium	33.90	(Mg ⁺⁺)	
Sodium	3810	(Na ⁺)	
Iron	58.20	(Fe ⁺⁺)	
Potassium	110.0	(K ⁺)	
Barium	5.41	(Ba ⁺⁺)	
Strontium	15.10	(Sr ⁺⁺)	
Manganese	0.95	(Mn ⁺⁺)	
Anions:	mg/L	as:	
Bicarbonate	2440	(HCO ₃ ⁻)	
Sulfate	307	(SO ₄ ⁼)	
Chloride	6200	(Cl ⁻)	
Gases:			
Carbon Dioxide	50	(CO ₂)	
Hydrogen Sulfide	1.0	(H ₂ S)	

Analytical Laboratory Report for:
ELK RESOURCES INC.



Account Representative:
Batty, Jc

DownHole SAT™ Scale Prediction @ 180 deg. F

[
]

Lab Test Number	Sample Date	Location
2011401498	03/16/2011	Aurora 7-32
Mineral Scale	Saturation Index	Momentary Excess (lbs/1000 bbls)
Calcite (CaCO3)	11.31	8.20
Strontianite (SrCO3)	0.95	-0.43
Anhydrite (CaSO4)	0.05	-1278.43
Gypsum (CaSO4*2H2O)	0.05	-1621.22
Barite (BaSO4)	6.77	7.82
Celestite (SrSO4)	0.08	-235.22
Siderite (FeCO3)	14616.28	10.44
Halite (NaCl)	0.00	-580250.56
Iron sulfide (FeS)	69.85	1.45

Interpretation of DHSat Results:

The Saturation Index is calculated for each mineral species independently and is a measure of the degree of supersaturation (driving force for precipitation) under the conditions modeled. This value ranges from 0 to infinity with 1.0 representing a condition of equilibrium where scale will neither dissolve nor precipitate. Values less than 1.0 are undersaturated and values greater than 1.0 are supersaturated. The Momentary excess is a measure of how much scale would have to precipitate to bring the system back to a non-scaling condition. This value ranges from negative (dissolving) to positive (precipitating) values. The Momentary Excess represents the amount of scale possible while the Saturation Level represents the probability that scale will form.

Analytical Laboratory Report for:



Account Representative:

Scale Inhibitor Residual Analyses

Lab Test Number	Lease Name	Sample Location	Sample Date	Chemical Used	Residual (ppm)
2011401499	Aurora Unit	Aurora 7-32	3/6/11	SCALESOR	66.42
2011401500	Aurora Unit	Aurora 7-32	3/16/11	B-3	84.33
				SCALESOR	
				B-3	

Comments:

Note: These data are calculated from measurements of total phosphorous and may be artificially high due to additional sources of phosphorous that may be present in the sample which can be naturally occurring or from other chemical products. Reported values of "0" indicate actual value is below detectable limits.

R649-5

2.7.2

The fluid in the formation into which the fluid is being injected:

Fluid samples taken on 11/3/12 from the formation to be injected are detailed on the following page.

Multi-Chem Analytical Laboratory

1553 East Highway 40

Vernal, UT 84078

Units of Measurement: **Standard**

multi-chem®

A HALLIBURTON SERVICE

Water Analysis Report

Production Company: **BILL BARRETT**
 Well Name: **16-10-3-2 SWD**
 Sample Point: **Sample 1 1215 PM**
 Sample Date: **11/3/2012**
 Sample ID: **WA-227013**

Sales Rep: **Chad Horrocks**
 Lab Tech: **Layne Wilkerson**

Scaling potential predicted using ScaleSoftPitzer from
 Brine Chemistry Consortium (Rice University)

Sample Specifics		Analysis @ Properties in Sample Specifics			
		Cations		Anions	
		mg/L		mg/L	
Test Date:	11/5/2012	Sodium (Na):	10103.32	Chloride (Cl):	11000.00
System Temperature 1 (°F):	100.00	Potassium (K):	83.00	Sulfate (SO ₄):	610.00
System Pressure 1 (psig):	60.0000	Magnesium (Mg):	1.60	Bicarbonate (HCO ₃):	7271.00
System Temperature 2 (°F):	70.00	Calcium (Ca):	7.37	Carbonate (CO ₃):	
System Pressure 2 (psig):	14.7000	Strontium (Sr):		Acetic Acid (CH ₃ COO)	
Calculated Density (g/ml):	1.018	Barium (Ba):	1.00	Propionic Acid (C ₂ H ₅ COO)	
pH:	7.60	Iron (Fe):	0.70	Butanoic Acid (C ₃ H ₇ COO)	
Calculated TDS (mg/L):	29078.08	Zinc (Zn):	0.01	Isobutyric Acid ((CH ₃) ₂ CHCOO)	
CO ₂ in Gas (%):		Lead (Pb):	0.04	Fluoride (F):	
Dissolved CO ₂ (mg/L):	0.00	Ammonia NH ₃ :		Bromine (Br):	
H ₂ S in Gas (%):		Manganese (Mn):	0.04	Silica (SiO ₂):	
H ₂ S in Water (mg/L):	3.00				

Notes:

(PTB = Pounds per Thousand Barrels)

		Calcium Carbonate		Barium Sulfate		Iron Sulfide		Iron Carbonate		Gypsum CaSO ₄ ·2H ₂ O		Celestite SrSO ₄		Halite NaCl		Zinc Sulfide	
Temp (°F)	PSI	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB
70.00	14.00	0.38	3.70	1.06	0.54	2.01	0.38	1.50	0.49	0.00	0.00	0.00	0.00	0.00	0.00	7.88	0.00
73.00	19.00	0.38	3.67	1.03	0.54	1.97	0.38	1.51	0.49	0.00	0.00	0.00	0.00	0.00	0.00	7.80	0.00
76.00	24.00	0.38	3.68	1.00	0.54	1.93	0.38	1.52	0.49	0.00	0.00	0.00	0.00	0.00	0.00	7.72	0.00
80.00	29.00	0.38	3.72	0.97	0.53	1.90	0.38	1.54	0.49	0.00	0.00	0.00	0.00	0.00	0.00	7.66	0.00
83.00	34.00	0.39	3.77	0.94	0.53	1.88	0.38	1.56	0.49	0.00	0.00	0.00	0.00	0.00	0.00	7.59	0.00
86.00	39.00	0.40	3.83	0.91	0.52	1.86	0.38	1.58	0.49	0.00	0.00	0.00	0.00	0.00	0.00	7.53	0.00
90.00	44.00	0.41	3.89	0.88	0.52	1.84	0.38	1.61	0.50	0.00	0.00	0.00	0.00	0.00	0.00	7.47	0.00
93.00	49.00	0.42	3.95	0.85	0.51	1.82	0.38	1.63	0.50	0.00	0.00	0.00	0.00	0.00	0.00	7.41	0.00
96.00	54.00	0.44	4.02	0.83	0.51	1.80	0.38	1.65	0.50	0.00	0.00	0.00	0.00	0.00	0.00	7.36	0.00
100.00	60.00	0.45	4.09	0.80	0.50	1.78	0.38	1.67	0.50	0.00	0.00	0.00	0.00	0.00	0.00	7.30	0.00

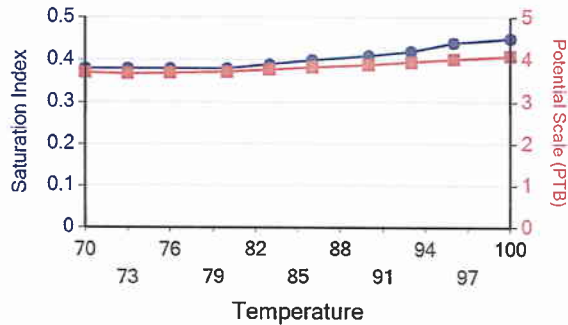
		Hemihydrate CaSO ₄ ·0.5H ₂ O		Anhydrite CaSO ₄		Calcium Fluoride		Zinc Carbonate		Lead Sulfide		Mg Silicate		Ca Mg Silicate		Fe Silicate	
Temp (°F)	PSI	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB
70.00	14.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.88	0.02	0.00	0.00	0.00	0.00	0.00	0.00
73.00	19.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.76	0.02	0.00	0.00	0.00	0.00	0.00	0.00
76.00	24.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.64	0.02	0.00	0.00	0.00	0.00	0.00	0.00
80.00	29.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.53	0.02	0.00	0.00	0.00	0.00	0.00	0.00
83.00	34.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.42	0.02	0.00	0.00	0.00	0.00	0.00	0.00
86.00	39.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.32	0.02	0.00	0.00	0.00	0.00	0.00	0.00
90.00	44.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.22	0.02	0.00	0.00	0.00	0.00	0.00	0.00
93.00	49.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.12	0.02	0.00	0.00	0.00	0.00	0.00	0.00
96.00	54.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.02	0.02	0.00	0.00	0.00	0.00	0.00	0.00
100.00	60.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	9.93	0.02	0.00	0.00	0.00	0.00	0.00	0.00

Water Analysis Report

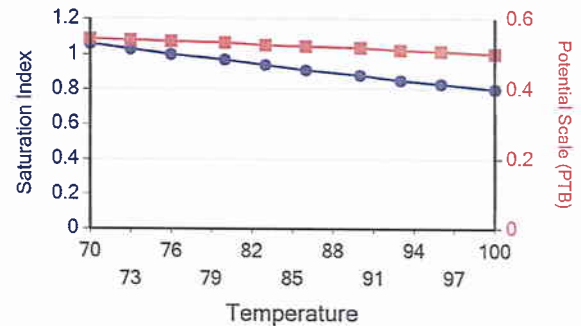
These scales have positive scaling potential under initial temperature and pressure: Calcium Carbonate Barium Sulfate Iron Sulfide Iron Carbonate Zinc Sulfide Lead Sulfide

These scales have positive scaling potential under final temperature and pressure: Calcium Carbonate Barium Sulfate Iron Sulfide Iron Carbonate Zinc Sulfide Lead Sulfide

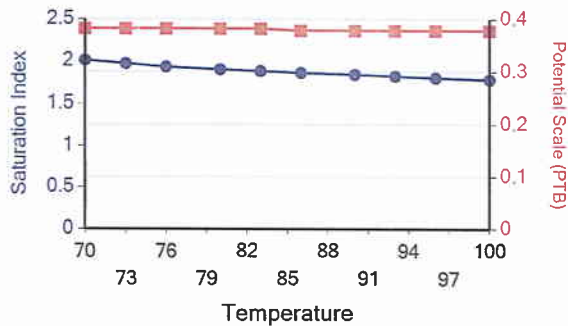
Calcium Carbonate



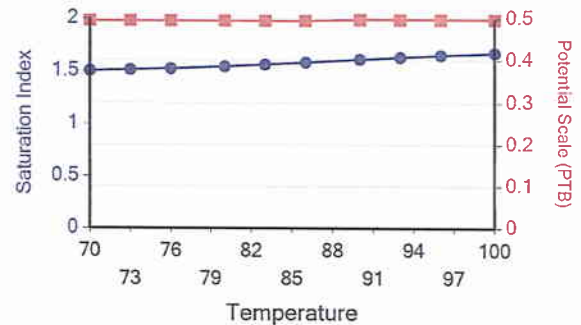
Barium Sulfate



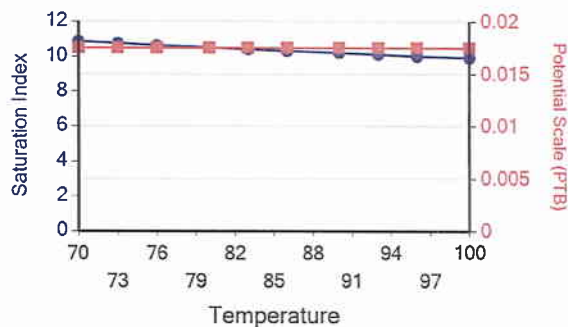
Iron Sulfide



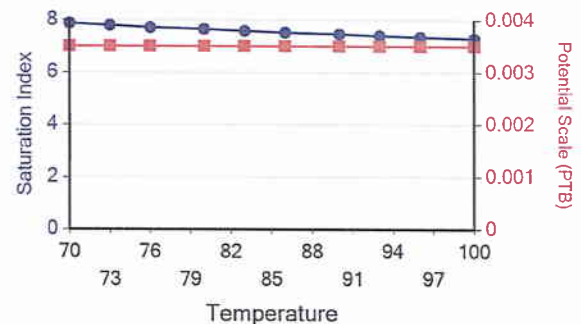
Iron Carbonate



Lead Sulfide



Zinc Sulfide



R649-5

2.7.3

The compatibility of the fluids:

Fluid samples taken on 11/3/12 from the formation to be injected into are detailed on the following page.

Multi-Chem Analytical Laboratory

1553 East Highway 40
Vernal, UT 84078

Units of Measurement: **Standard**

multi-chem[®]

A HALLIBURTON SERVICE

Water Analysis Report

Production Company: **BILL BARRETT**
Well Name: **16-10-3-2**
Sample Point: **Swab Unit run 31**
Sample Date: **11/3/2012**
Sample ID: **WA-227075**

Sales Rep: **Chad Horrocks**
Lab Tech: **Layne Wilkerson**

Scaling potential predicted using ScaleSoftPitzer from
Brine Chemistry Consortium (Rice University)

Sample Specifics		Analysis @ Properties in Sample Specifics			
		Cations	mg/L	Anions	mg/L
Test Date:	11/6/2012	Sodium (Na):	17866.29	Chloride (Cl):	16000.00
System Temperature 1 (°F):	300.00	Potassium (K):	100.00	Sulfate (SO ₄):	560.00
System Pressure 1 (psig):	1300.0000	Magnesium (Mg):	43.00	Bicarbonate (HCO ₃):	20740.00
System Temperature 2 (°F):	70.00	Calcium (Ca):	349.00	Carbonate (CO ₃):	
System Pressure 2 (psig):	14.7000	Strontium (Sr):		Acetic Acid (CH ₃ COO)	
Calculated Density (g/ml):	1.035	Barium (Ba):	2.40	Propionic Acid (C ₂ H ₅ COO)	
pH:	9.52	Iron (Fe):	57.00	Butanoic Acid (C ₃ H ₇ COO)	
Calculated TDS (mg/L):	55721.89	Zinc (Zn):	0.60	Isobutyric Acid ((CH ₃) ₂ CHCOO)	
CO ₂ in Gas (%):		Lead (Pb):	0.40	Fluoride (F):	
Dissolved CO ₂ (mg/L):	0.00	Ammonia NH ₃ :		Bromine (Br):	
H ₂ S in Gas (%):		Manganese (Mn):	3.20	Silica (SiO ₂):	
H ₂ S in Water (mg/L):	100.00				

Notes:

(PTB = Pounds per Thousand Barrels)

		Calcium Carbonate		Barium Sulfate		Iron Sulfide		Iron Carbonate		Gypsum CaSO ₄ ·2H ₂ O		Celestite SrSO ₄		Halite NaCl		Zinc Sulfide	
Temp (°F)	PSI	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB
70.00	14.00	3.64	305.42	0.91	1.25	6.50	31.45	4.38	41.45	0.00	0.00	0.00	0.00	0.00	0.00	12.86	0.31
95.00	157.00	3.67	305.42	0.69	1.14	6.27	31.45	4.50	41.45	0.00	0.00	0.00	0.00	0.00	0.00	12.32	0.31
121.00	300.00	3.71	305.43	0.50	0.98	6.10	31.45	4.61	41.45	0.00	0.00	0.00	0.00	0.00	0.00	11.86	0.31
146.00	443.00	3.76	305.43	0.36	0.80	5.98	31.45	4.70	41.45	0.00	0.00	0.00	0.00	0.00	0.00	11.46	0.31
172.00	585.00	3.81	305.44	0.24	0.61	5.91	31.45	4.79	41.45	0.00	0.00	0.00	0.00	0.00	0.00	11.12	0.31
197.00	728.00	3.88	305.45	0.16	0.43	5.87	31.45	4.85	41.45	0.00	0.00	0.00	0.00	0.00	0.00	10.83	0.31
223.00	871.00	3.95	305.45	0.09	0.28	5.86	31.45	4.91	41.45	0.00	0.00	0.00	0.00	0.00	0.00	10.57	0.31
248.00	1014.00	4.04	305.46	0.05	0.15	5.87	31.45	4.96	41.45	0.00	0.00	0.00	0.00	0.00	0.00	10.35	0.31
274.00	1157.00	4.13	305.47	0.02	0.05	5.91	31.45	5.00	41.45	0.00	0.00	0.00	0.00	0.00	0.00	10.15	0.31
300.00	1300.00	4.23	305.47	0.00	0.00	5.96	31.45	5.03	41.45	0.00	0.00	0.00	0.00	0.00	0.00	9.98	0.31

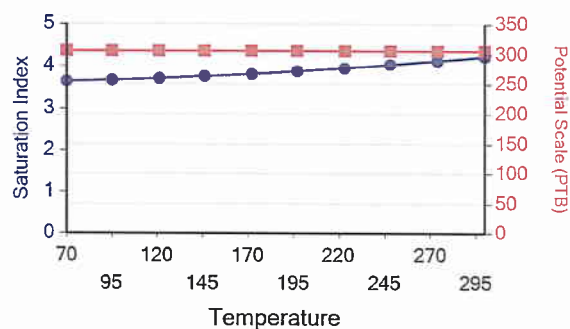
		Hemihydrate CaSO ₄ ·0.5H ₂ O		Anhydrate CaSO ₄		Calcium Fluoride		Zinc Carbonate		Lead Sulfide		Mg Silicate		Ca Mg Silicate		Fe Silicate	
Temp (°F)	PSI	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB	SI	PTB
70.00	14.00	0.00	0.00	0.00	0.00	0.00	0.00	1.68	0.40	15.08	0.16	0.00	0.00	0.00	0.00	0.00	0.00
95.00	157.00	0.00	0.00	0.00	0.00	0.00	0.00	2.03	0.40	14.22	0.16	0.00	0.00	0.00	0.00	0.00	0.00
121.00	300.00	0.00	0.00	0.00	0.00	0.00	0.00	2.32	0.40	13.48	0.16	0.00	0.00	0.00	0.00	0.00	0.00
146.00	443.00	0.00	0.00	0.00	0.00	0.00	0.00	2.57	0.40	12.84	0.16	0.00	0.00	0.00	0.00	0.00	0.00
172.00	585.00	0.00	0.00	0.00	0.00	0.00	0.00	2.78	0.40	12.29	0.16	0.00	0.00	0.00	0.00	0.00	0.00
197.00	728.00	0.00	0.00	0.00	0.00	0.00	0.00	2.95	0.40	11.80	0.16	0.00	0.00	0.00	0.00	0.00	0.00
223.00	871.00	0.00	0.00	0.00	0.00	0.00	0.00	3.08	0.40	11.38	0.16	0.00	0.00	0.00	0.00	0.00	0.00
248.00	1014.00	0.00	0.00	0.00	0.00	0.00	0.00	3.19	0.40	11.00	0.16	0.00	0.00	0.00	0.00	0.00	0.00
274.00	1157.00	0.00	0.00	0.00	0.00	0.00	0.00	3.26	0.40	10.67	0.16	0.00	0.00	0.00	0.00	0.00	0.00
300.00	1300.00	0.00	0.00	0.00	0.00	0.00	0.00	3.31	0.40	10.37	0.16	0.00	0.00	0.00	0.00	0.00	0.00

Water Analysis Report

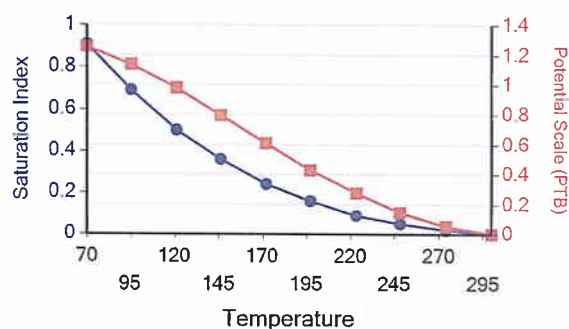
These scales have positive scaling potential under initial temperature and pressure: Calcium Carbonate Barium Sulfate Iron Sulfide Iron Carbonate Zinc Sulfide Zinc Carbonate Lead Sulfide

These scales have positive scaling potential under final temperature and pressure: Calcium Carbonate Iron Sulfide Iron Carbonate Zinc Sulfide Zinc Carbonate Lead Sulfide

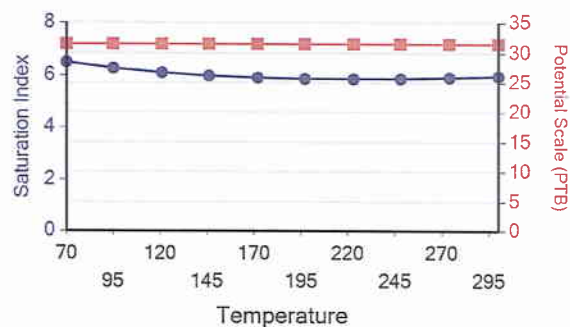
Calcium Carbonate



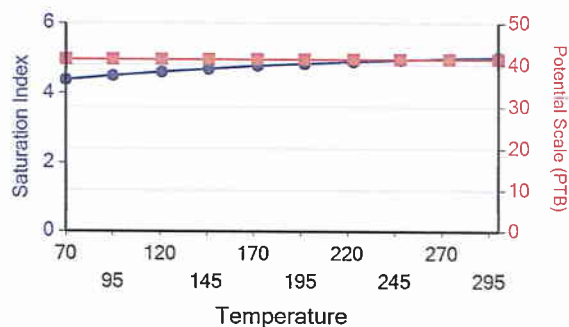
Barium Sulfate



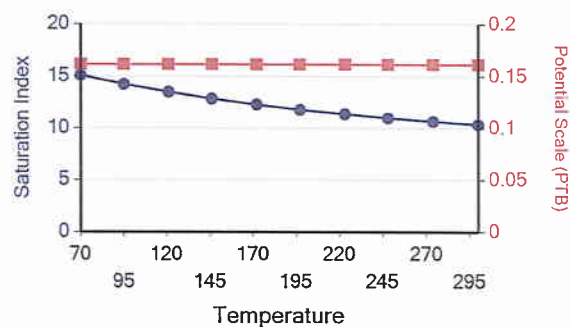
Iron Sulfide



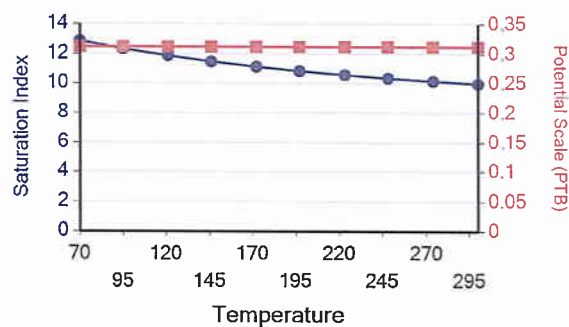
Iron Carbonate



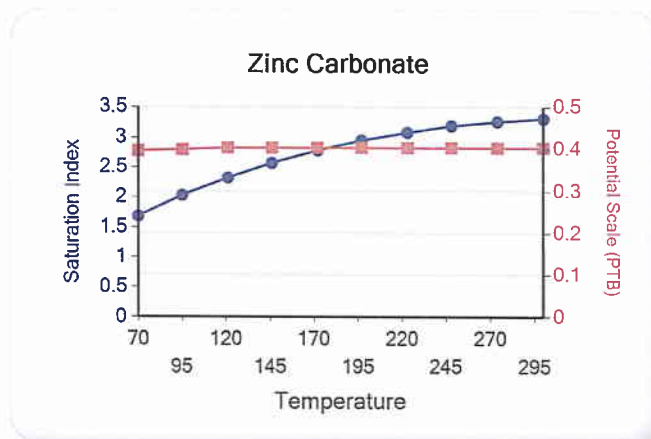
Lead Sulfide



Zinc Sulfide



Water Analysis Report



R649-5

2.8.

The proposed average and maximum injection pressures.

The proposed average injection pressure is ~500psig. The requested maximum injection pressure is 1,182psig, the highest surface pressure recorded with no fracture parting pressure observed during the step rate test.

2.9

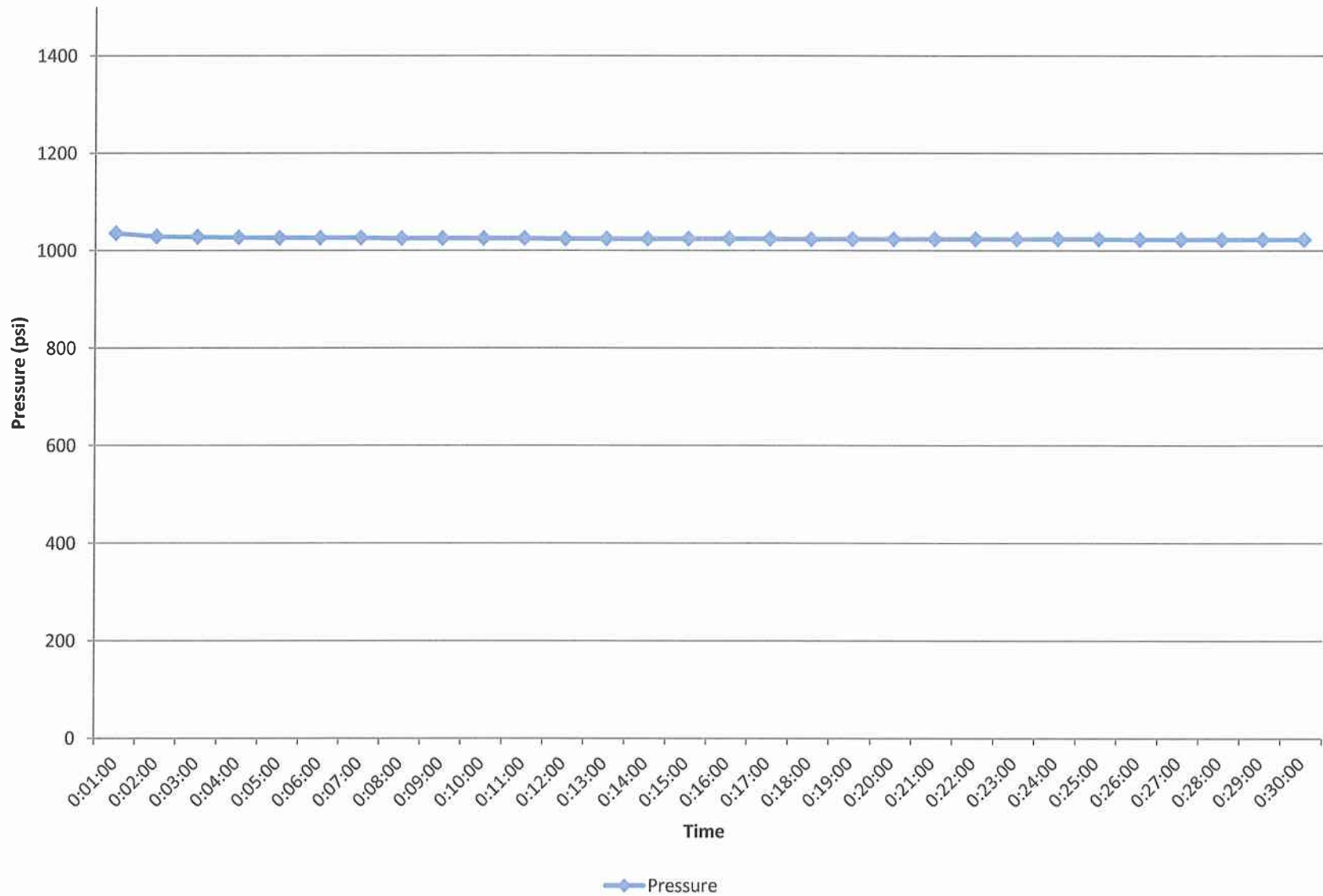
Evidence and data to support a finding that the proposed injection well will not initiate fractures through the overlying strata or a confining interval that could enable the injected fluid or formation fluid to enter any fresh water strata:

Please refer to the following pages.

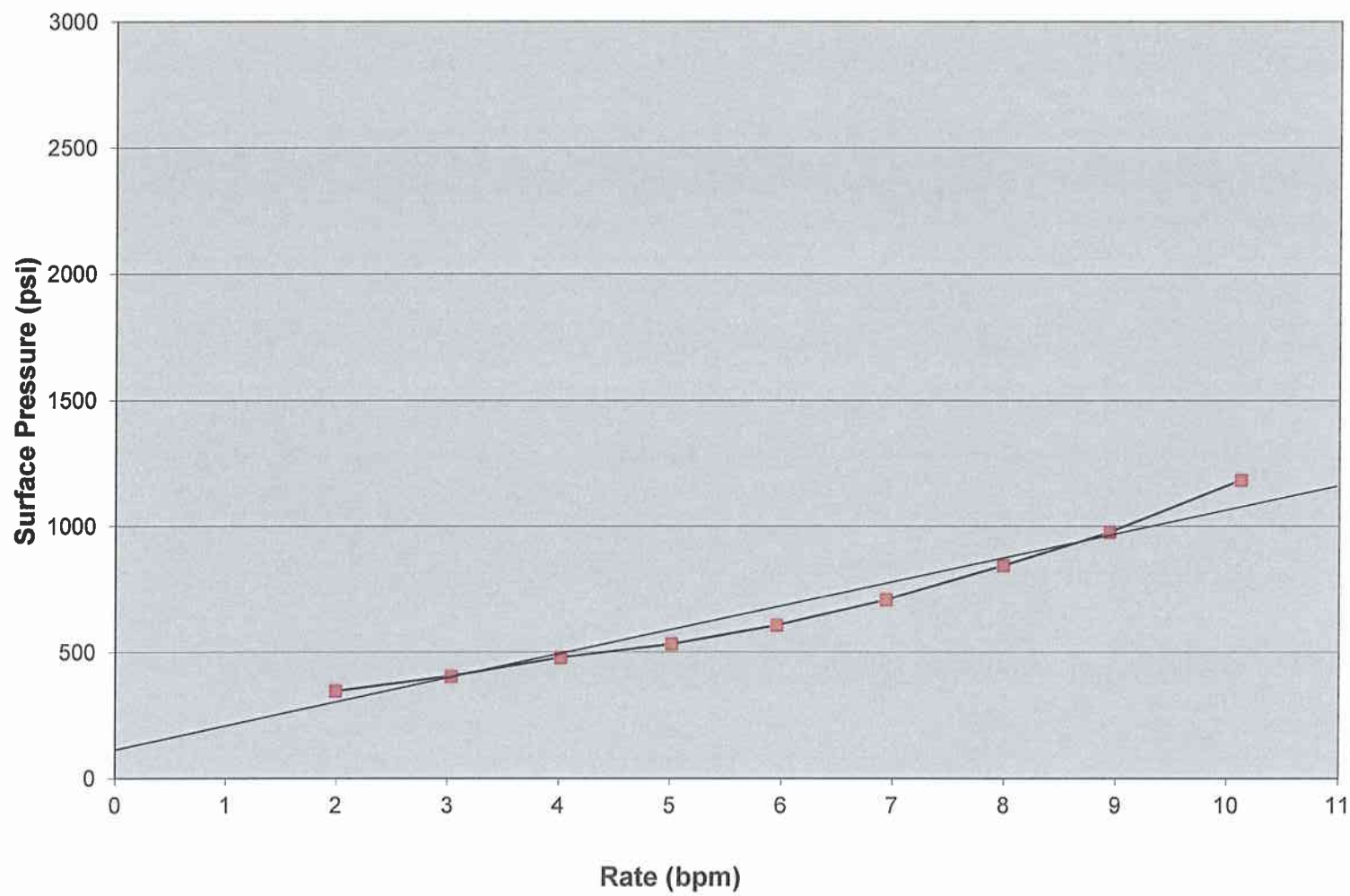
4.0 JOB LOG

Time	Rate bpm	Volume bbl	Pmps		Press. (PSI)		Job Description / Remarks
			T	C	Tbg	Csg	
0600							C.AJ...LED OUT
0800							ON LOCATION
0805							PRE RIG UP S.A.FETY HUDDLE
0810							RIG UP
0945							PRE JOB S.A.FETY MEETING
0955					6,000		PRIME & PRESSURE TEST
1000		0			69		START JOB- LOAD INELL
1020	2.0	38			300		START 2 BPM STEP
1050	2.0	97			346		END 2 BPM STEP
1052	3.0	102			402		START 3 BPM STEP
1122	3.0	192			406		END 3 BPM STEP
1123	4.0	196			474		START 4 BPM STEP
1153	4.0	316			478		END 4 BPM STEP
1153	5.0	318			540		START 5 BPM STEP
1223	5.0	468			530		END 5 BPM STEP
1224	6.0	471			619		START 6 BPM STEP
1254	5.9	649			608		END 6 BPM STEP
1254	6.9	653			708		START 7 BPM STEP
1324	6.9	861			719		END 7 BPM STEP
1325	8.0	867			834		START 8 BPM STEP
1355	8.0	1'107			844		END 8 BPM STEP
1356	8.9	1'117			966		START 9 BPM STEP
1426	8.9	1,385			980		END 9 BPM STEP
1428	9.9	1,401			1,128		START 10 BPM STEP
1458	10.1	1,700			1,168		END 10 BPM STEP
1459	10.1	1,703			1,152		SHUT DOWN
1459					340		ISIP
							ALL RATES AND PRESSURES DIRECTED BY CUSTOMER REP.
							SUMMARY
							HHP 67 FG ...#DIV/0!
							AVGRT. 5.0 BPM MAXRT. 10.1 BPM
							AVG PRESS. 550 PSI MAX PRESS. 1,180 PSI
							TOTAL LOAD 71,568 GAL 1704.0 BBL

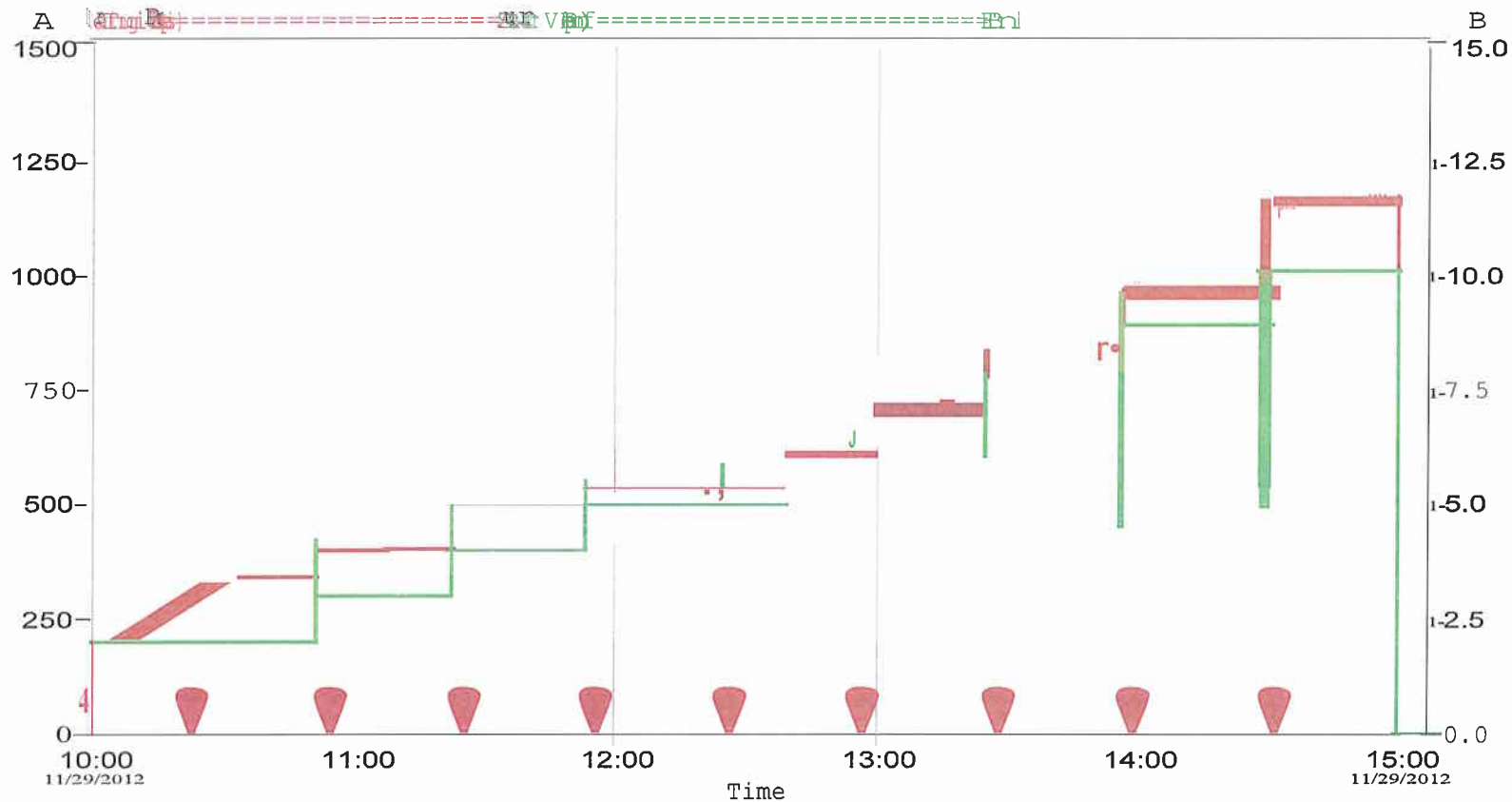
Pressure Test (MIT)



FD 16-10-3-2 WHP SRT



Job Chart



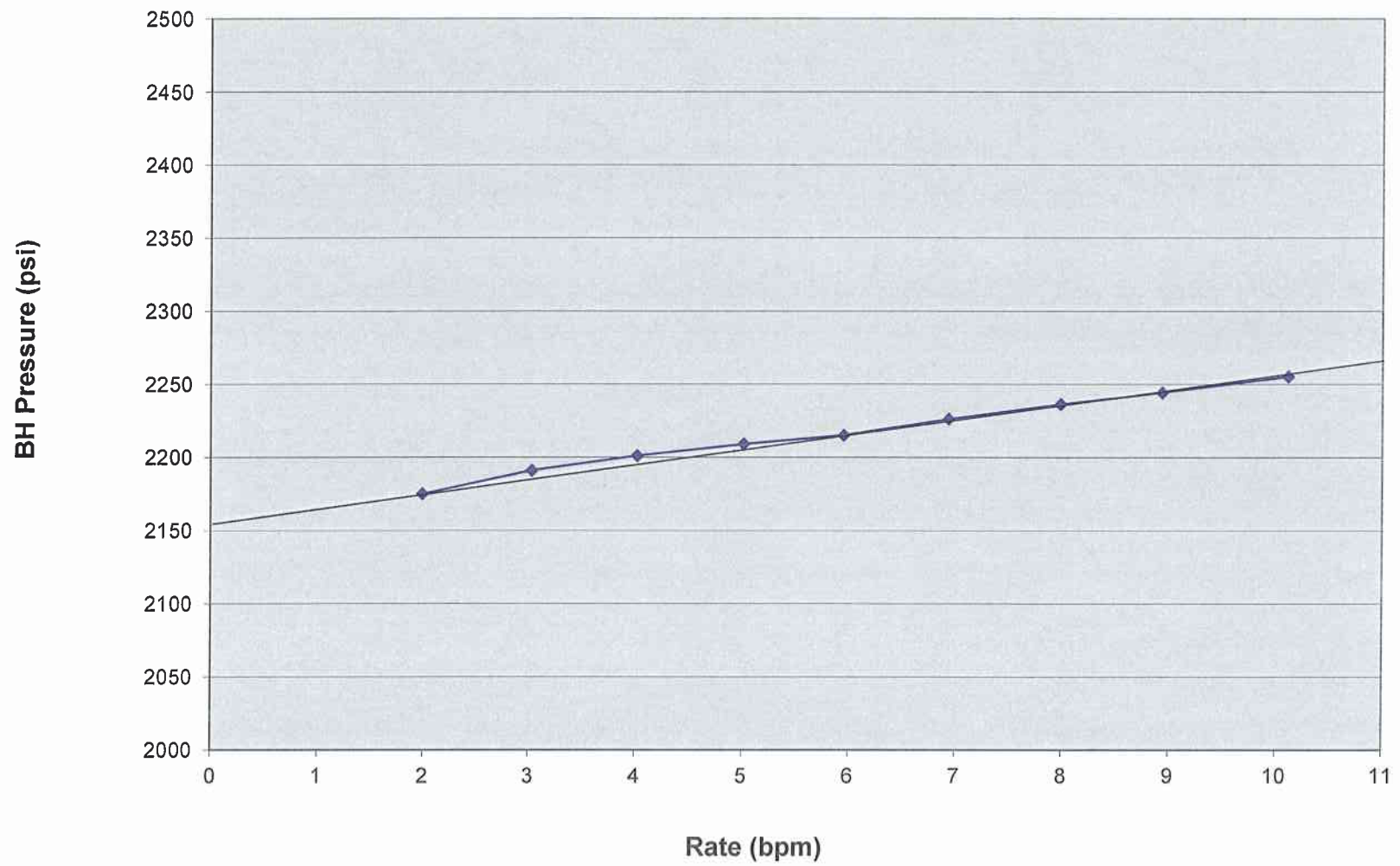
Customer: BILL BARRETT CORPORATION E-BILL
Well Description: FD 16-10-3-2 SWD

Job Date: 29-Nov-2012
UWI: 43047530040000

Sales Order#: 900038613

INSITE for Stimulation v4_2_0
30-Nov-12 10:11

FD 16-10-3-2 Bottom Hole Pressure SRT



R649-5

2.10

Appropriate geological data on the injection interval with confining beds clearly labeled:

Information provided in other sections of application. Please refer to sections that follow: 2.10.1, 2.10.2, 2.10.3.

R649-5

2.10.1

Nearby Underground Sources of Drinking Water, including the geologic formation name:

U.S. Geological Survey, Water-Resources Investigations Report 92-4161 indicates that the primary source of underground drinking water in the area of the proposed disposal wells is the Duchesne River-Uinta aquifer and to a lesser extent, Quaternary alluvium that is generally less than 50 feet thick. The proposed injection interval in the upper Green River formation is within the Parachute Creek confining unit which underlies the Duchesne River-Uinta aquifer. According to the State of Utah Division of Water Rights (<http://www.waterrights.utah.gov/>), there are no water source wells within at least two miles of the proposed injection well. The average depth of water wells drilled in the 3S-2E township is 60 feet with the deepest being 200 feet deep.

State of Utah, Department of Natural Resources, Technical publication No. 92, (Howells, et al. 1987) indicates that the moderately saline groundwater interface is approximately +3200' subsea in this area which would equate to a measured depth of 1653' in the 16-10-3-2 wellbore, well above the Green River formation top of +610' subsea .

R649-5

2.10.2

Lithologic descriptions, thicknesses, depths, water quality, and lateral extent

Quaternary Alluvium and Eolian Deposits: Surface to less than 50 feet in the FD 16-10-3-2 SWD area.

Wells in the area are spud in to mixed alluvium and eolian deposits of Holocene age. These deposits consist of unconsolidated alluvial mud, silt, and sand mixed with windblown sand and silt.

Duchesne River and Uinta Formations: Estimated 50 feet to 4,252 feet in the FD 16-10-3-2 SWD area.

The Eocene Duchesne River and Uinta Formations consist of yellowish brown to moderate red sandstones, light-gray calcareous mudstones and light brown to brown siltstones and sandstones. Individual siltstone and sandstone beds are discontinuous, have limited areal extent (typically < 40 acres) and are isolated from each other by low permeability calcareous mudstones. These formations were deposited in fluvial and flood plain environments. The siltstone and sandstone beds were deposited in fluvial channels and are more abundant in the lower portion of the formation. The intervening calcareous mudstones were deposited in flood plain environments. The lower contact of the Duchesne River Formation is interfingering with the Uinta Formation in this area. The lower portion of the Uinta Formation is transitional into lacustrine deposits in the central portion of the Uinta Basin.

Green River Formation: Estimated 4,252 feet to 8,500 feet in the FD 16-10-3-2 SWD area.

The Green River Formation (Eocene) is a complex mixture of clastics, carbonates and organic rich claystones deposited in an alluvial to lacustrine depositional system. A complex interfingering of alluvial, fluvial, marginal-lacustrine and lacustrine sediments was produced by significant lake level fluctuations caused by tectonic activity and climatic changes. The Green River Formation is subdivided into four members which in ascending order are: Douglas Creek Member, Garden Gulch Member, Parachute Creek Member and Evacuation Creek Member.

- The Douglas Creek Member consists of light gray alternating beds of calcareous sandstone and dark gray to brown brittle shale with minor amounts of oil shale, dolomite and limestone. Deposition took place in a marginal lacustrine environment. Three major facies are recognized in the Douglas Creek Member: fluvial deltaic, mudflat-lagoon and barrier-beach. The fluvial-deltaic deposits contain channel sandstones that fine upwards from medium to very coarse grained sands at their base to very fine grained sands interbedded with siltstones and shales at the top. The intra channel deposits consist of floodplain shales and claystones. The mudflat-lagoon sediments are characterized by interbedded shale, and siltstone with calcareous and dolomitic mudstones. The sediments were deposited in low energy areas protected from waves and isolated from major clastic input. The barrier-beach deposits are characterized by upward coarsening sequences. The lower portion of the sequences consist of gray to dark gray, laminated silty shale, which grade upward into light gray very fine to fine grained sandstone in

the upper portion of the sequences. Ooids and carbonate coated quartz are also common in the upper portions of the sequences.

- The Garden Gulch Member directly overlies the Douglas Creek Member and consists primarily of dark colored shales and very fine grained sandstones. Depositional environments and facies were similar to those of the Douglas Creek Member, but dominated primarily by lacustrine processes. Shale intervals are thicker than those of the Douglas Creek Member and organic rich.
- The Parachute Creek Member directly overlies the Garden Gulch Member and consists of a thick succession of dark brown, dark gray, light green and red shales with occasional fine grained sandstones. The shales were deposited in the deeper portions of the open lacustrine environment and the sandstones were deposited in the shallower marginal lacustrine environments. The Parachute Creek Member contains the most organic rich oil shales, including the Mahogany Oil Shale Zone.
- The Evacuation Creek Member directly overlies the Parachute Creek Member and is overlain by the Uinta Formation. The Evacuation Creek Member is composed primarily of light gray-green shale, tan marl and interbedded thin brown sandstones. The upper portion of the Evacuation Creek Member contains the informally named "Birds Nest" zone. The Birds Nest was deposited during a regressive lacustrine phase. The lake waters in the deeper portion of the lake became concentrated in salts, primarily sodium bicarbonate during this regressive phase. Nahcolite was deposited in the marl sediments in the form as nodules as the salty waters were expelled during early diagenesis. Percolating ground waters subsequently dissolved the nahcolite nodules to form the Birds Nest Aquifer in the uppermost portion of the Green River Formation. The Birds Nest Aquifer is not present in the FD 16-10-3-2 SWD area.

Wasatch Formation: Estimated 8,500 feet to 11,300 feet in the FD 16-10-3-2 SWD area.

The Wasatch Formation (Paleocene - Eocene) consists of poorly sorted variegated mudstones and siltstones in shades of red, green and gray interbedded with beds and lenses of sandstone, conglomerate and minor carbonate deposits. Sandstones are very light brown to gray, irregularly bedded and are fine to medium grained. Conglomeratic sandstones often containing black chert and varicolored quartzite pebbles commonly occur at the base of sand bodies. Wasatch deposition took place in mixed fluvial to lacustrine depositional environments. The Wasatch Formation interfingers with and in places is time equivalent to the Green River Formation. The Wasatch sandstones and carbonates in the FD 16-10-3-2 SWD area are productive of natural gas and oil.

Mesaverde Formation: Estimated 11,300 feet to 12,025 feet in the FD 16-10-3-2 SWD area.

The Mesaverde Formation (Upper Cretaceous) consists of mostly gray to brown, well sorted, sandstone interbedded with greenish-gray silty shale. The sandstones are typically well sorted, medium grained, cross bedded and thin to thick bedded and are locally conglomeratic. Lower portion of the Mesaverde Formation often contains coals. Mesaverde deposition took place in continental fluvial to flood plain depositional environments. The Mesaverde Formation is the deepest formation penetrated in the immediate area of the FD 16-10-3-2 SWD area.

R649-5

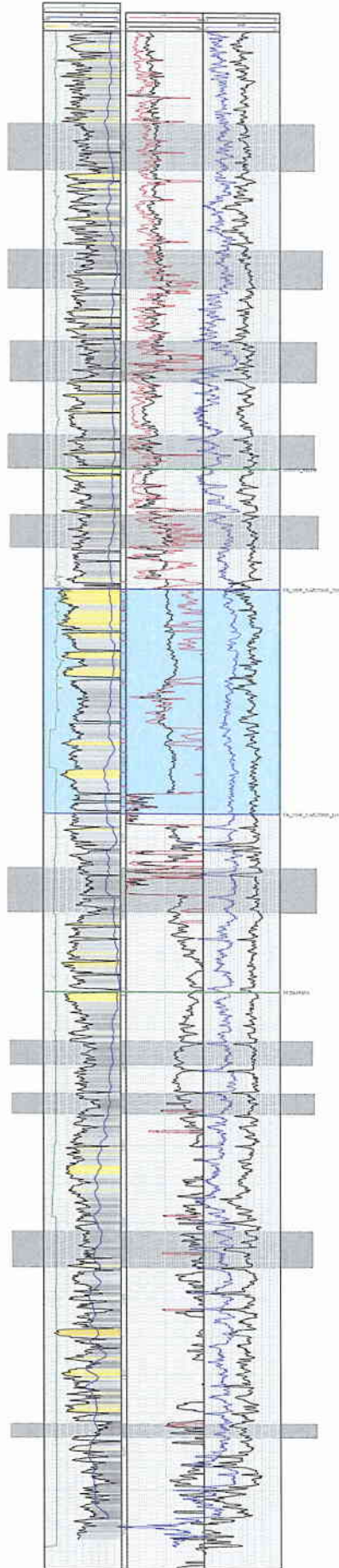
2.10.3

Information relative to geologic structure near the proposed well that may effect the conveyance and/or storage of the injected fluids:

The FD 16-10-3-2 SWD proposed injection well is drilled in a location of gradual and uniform structural dip to the NNW of approximately 150'/mile. There is no indication of any significant geologic structure in the area that would affect the conveyance or storage of injected fluids. Natural porosity and permeability of the Upper Green River formation are expected to accommodate the injected fluids without significant contribution from natural fractures.

43047530040000
16-10-3-2 SWD

10/12/2012 735 PDE 510



 **Bill Barrett Corporation**

REMARKS

FD 16-10-3-2 SWD

Confining Zones in Gray

Horizontal Scale = 0.5'

Vertical Scale = 40.0'

Vertical Exaggeration = 8.0x

December 10, 2012 11:20 AM

A

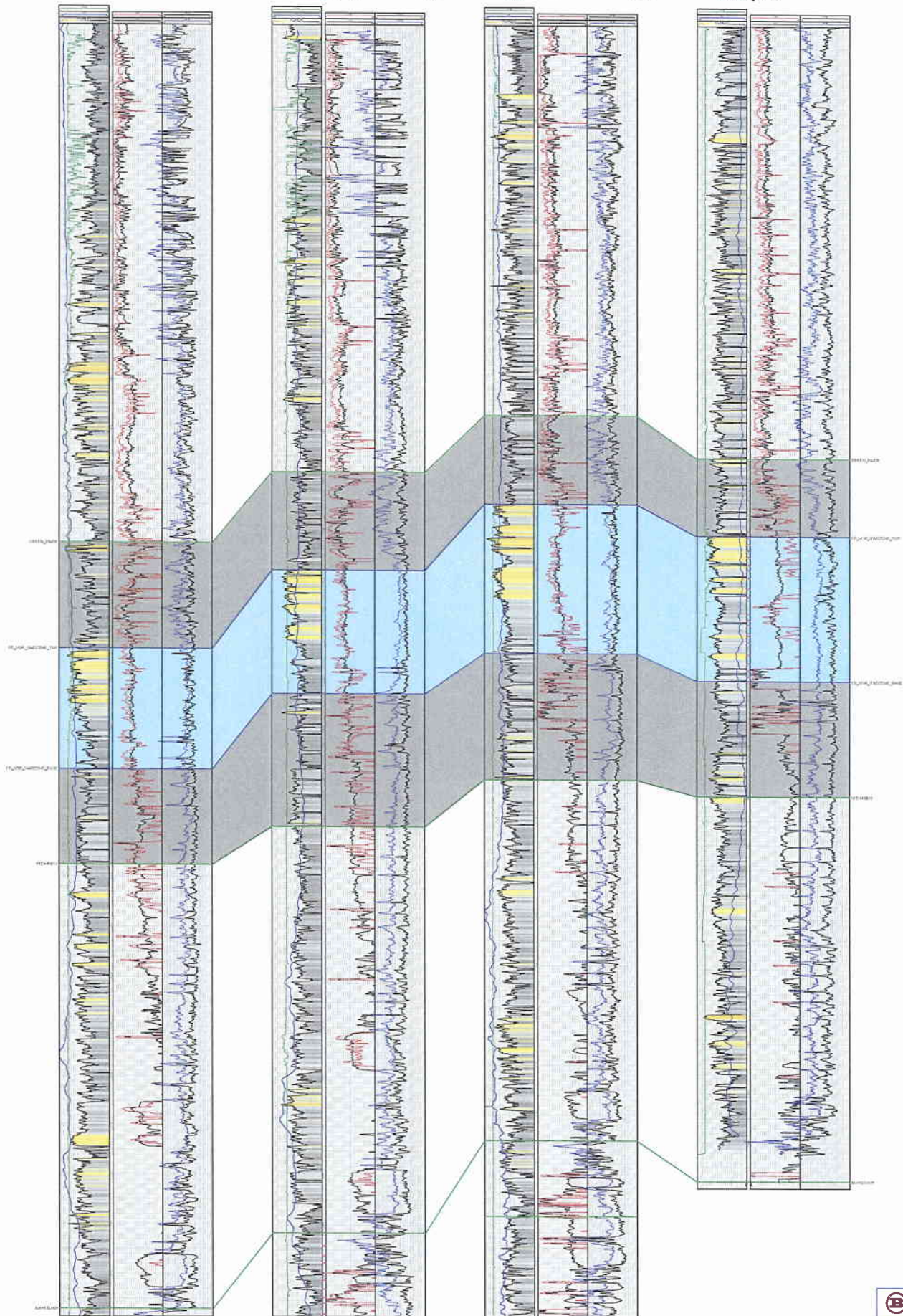
43047521630000
3-36D-6-19 FD

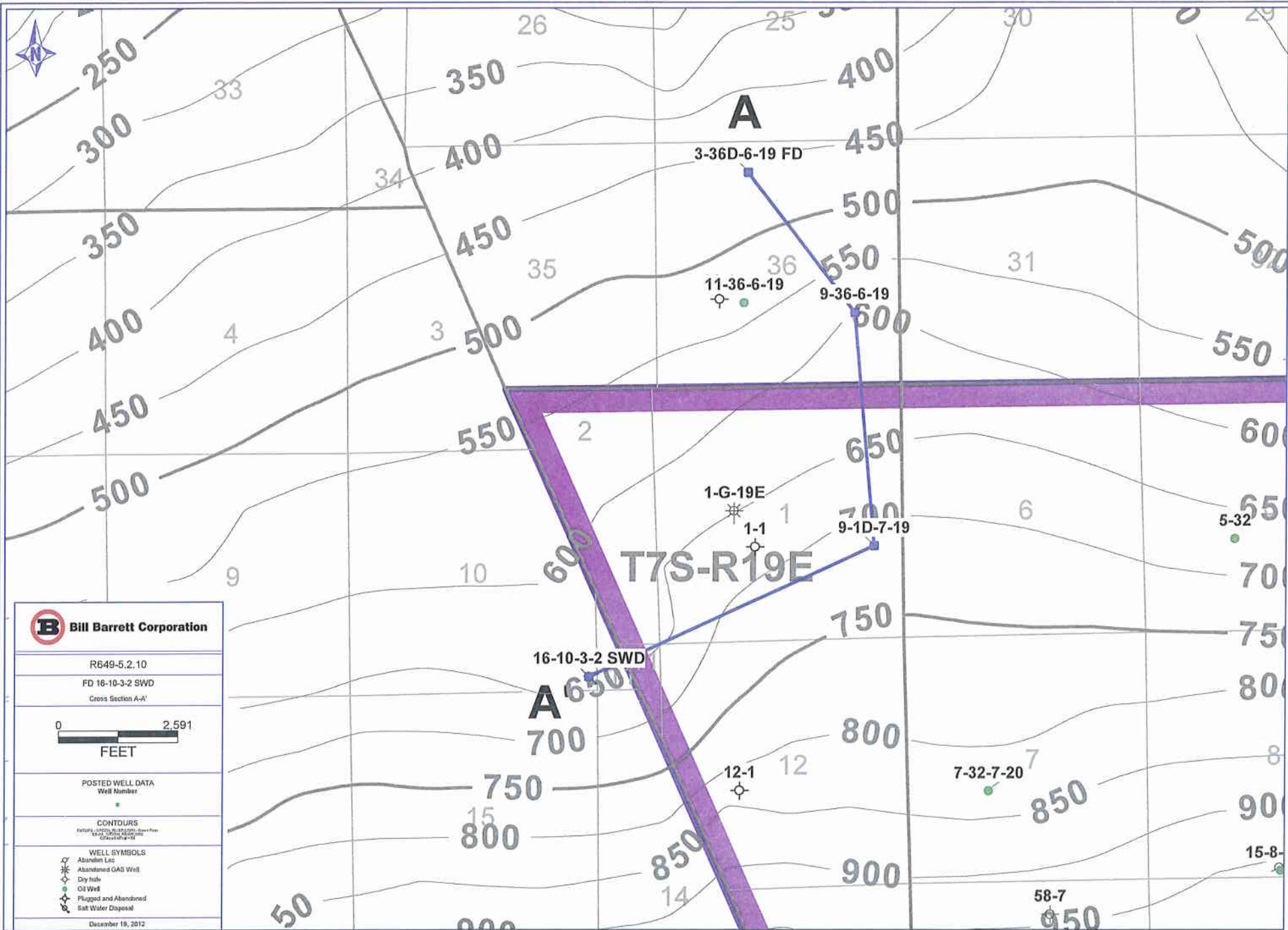
43047518040000
9-36-6-19

43047523940000
9-1D-7-19

43047530040000
16-10-3-2 SWD

A'





Bill Barrett Corporation

R649-5.2.10

FD 16-10-3-2 SWD

Cross Section A-A'



POSTED WELL DATA
Well Number

CONTOURS

100' Contour Interval
100' Contour Interval
100' Contour Interval

WELL SYMBOLS

- Abandoned Gas Well
- Dry Hole
- Oil Well
- Plugged and Abandoned
- Salt Water Disposal

December 19, 2012

R649-5

2.11

A review of the mechanical condition of each well within a one-half mile radius of the proposed injection well to assure that no conduit exists that could enable fluids to migrate up or down the wellbore and enter improper intervals.

Other Offsets:

There are no wells within ½ mile radius of this well.

AFFIDAVIT OF NOTICE

FD 16-10-3-2 SWD
SESE Sec. 10, T3S, R2E
Uintah County, UT
API #43047530040000

I, Thomas J. Abell, a Landman with Bill Barrett Corporation ("BBC"), certify that a true and correct copy of UIC Form 1 Application for Injection Well with supplemental ownership information was provided, by certified mail, to the following operators, owners and surface owners located within a one-half (1/2) miles radius exposure of the captioned location pursuant to R649-5-2.12 of Oil and Gas Conservation, General Rules.

Ann L. Ellis
1658 Binford Street
Ogden, UT 84401

Bernice C. Drage
338 South 1400 East
Spanish Fork, UT 84660

Bureau of Land Management
Utah State Office
University Club Building
136 East South Temple
Salt Lake City, UT 84111

Carl Victor Larson
623 South 1700 East
Spanish Fork, UT 84660

Don C. Larson
301 East Eagle View Lane
Blanding, UT 84511

Gene Brown Ranches, LC
HC 69 Box 160
Randlett, UT 84063

George Marion Calder
116 West 500 North
Vernal, UT 84078

Harold W. Marrs
PO Box 110
Vernal, UT 84078

Jack D. Close
4153 Ridge Crest Drive
Las Vegas, NV 89121

R. James Brough
P.O. Box 367
Roosevelt, UT 84066

Kenneth and Elsie Calder
134 West 500 North
Vernal, UT 84078

1/17/2013

Affidavit of Notice
FD 16-10-3-2 SWD

The Ralph V. and Geraldine C. Larson Revocable Trust
1232 South 490 West
Orem, UT 84058

Lever, Ltd.
29900 St. Andrews Rd.
Perrysburg, OH 43551

Lonnie Hogan
HC 69 Box 109
Randlett, UT 84063

Melvin D. Close
2124 Redbird Drive
Las Vegas, NV 89121

Nancy E. Gonzalez
4971 Orienda Circle
Las Vegas, NV 89120

Norma Close
1796 North Cobblestone Drive
Provo, UT 84604

Patricia Close
3734 Mountcrest Drive
Las Vegas, NV 89121

Paul R. Larson
1672 North 175 West
Cedar City, UT 84721

Grant G. Pickup Family Living Trust
1655 East Fieldcrest Lane
Salt Lake City, UT 84117

Ray Christmas
PO Box 386
Castle Dale, UT 84513

Ryan W. Lynch
2440 Edith Av.
Redwood City, CA 94063

State of Utah
School and Institutional Trust Lands Administration
675 East 500 South, Suite 500
Salt Lake City, UT 84102
Attn: Lavonne Garrison


Ute Indian Tribe
PO Box 190
Fort Duchesne, UT 84026
Attn: Ms. Rose Taveapont

1/17/2013

Affidavit of Notice
FD 16-10-3-2 SWD

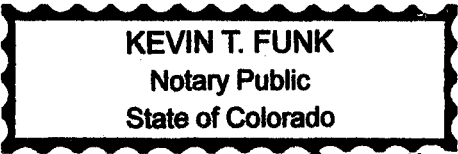
Vaughn Parrish
HC 69 Box 303
Randlett, UT 84063

Affiant


Thomas J. Abell, Landman
January 17, 2013

State of Colorado)
)
County of Denver)


Before me, the undersigned, on the date as given above, personally appeared Thomas J. Abell known to me to be the person whose name is subscribed to the foregoing instrument for the purpose and consideration therein expressed.



My Commission Expires 3-21-2016

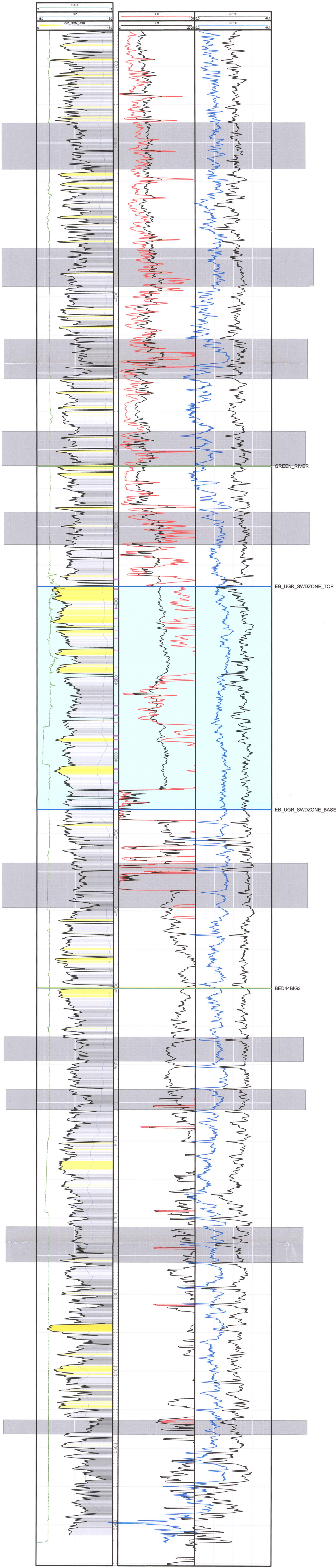
Given my hand seal.

My commission expires: 3-21-2016


Notary Public

43047530040000
16-10-3-2 SWD

10/12/2012 T3S R2E S10



RECEIVED
JAN 23 2013

DIV. OF OIL, GAS & MINING

B Bill Barrett Corporation

R649-5.2.10

FD 16-10-3-2 SWD

Confining Zones in Gray

Horizontal Scale = 0.0
Vertical Scale = 40.0
Vertical Exaggeration = 0.0x

December 19, 2012 6:59 PM

HS-10

PETRA 12/19/2012 6:59:34 PM

A

43047521630000
3-36D-6-19 FD
7/18/2012 T6S R19E S36

<4.151FT>

43047518040000
9-36-6-19
1/8/2012 T6S R19E S36

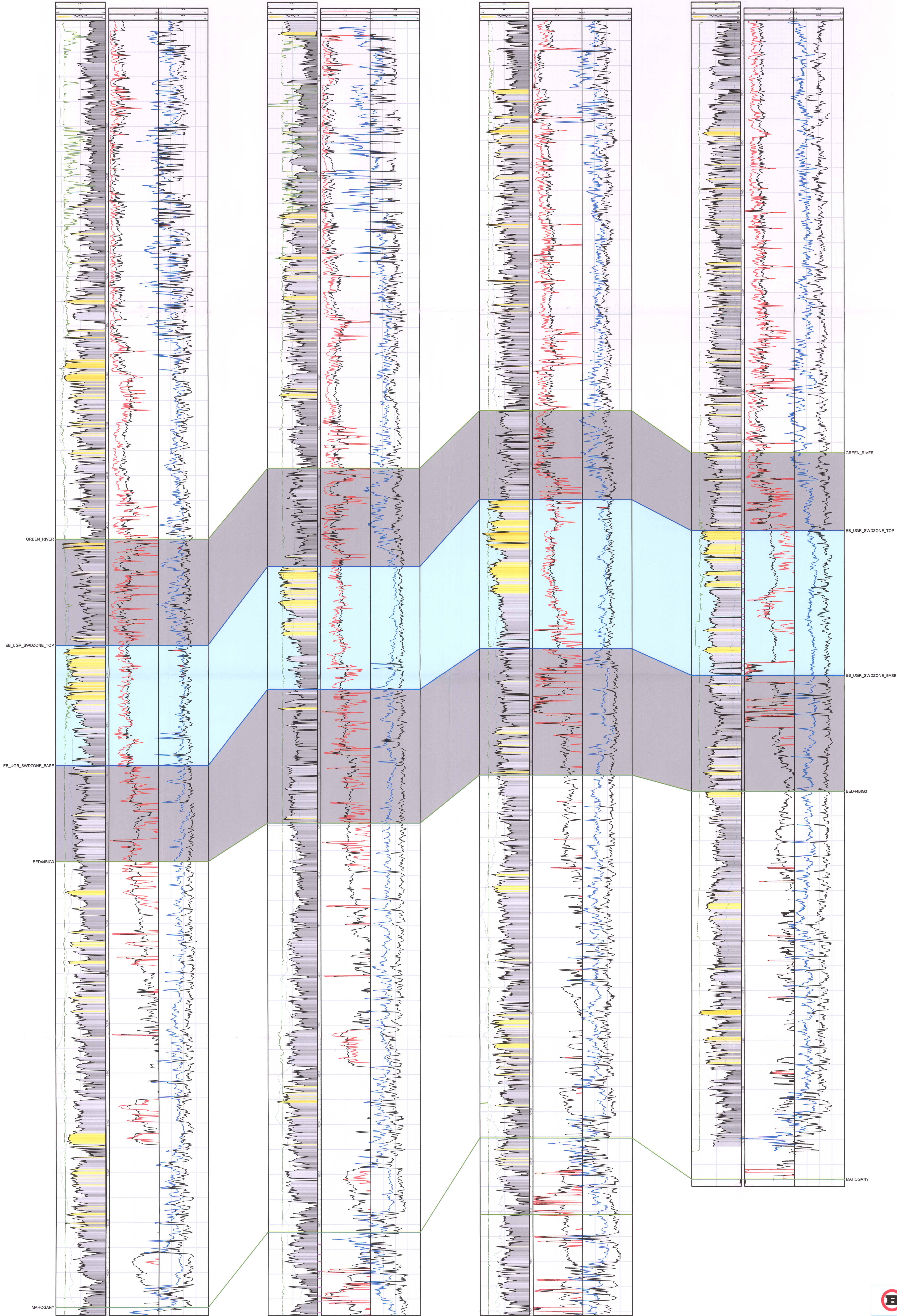
<4.517FT>

43047523940000
9-1D-7-19
9/14/2012 T7S R19E S1

<8.487FT>

43047530040000
16-10-3-2 SWD
10/12/2012 T3S R2E S10

A'



RECEIVED
JAN 23 2013
DIV. OF OIL, GAS & MINING

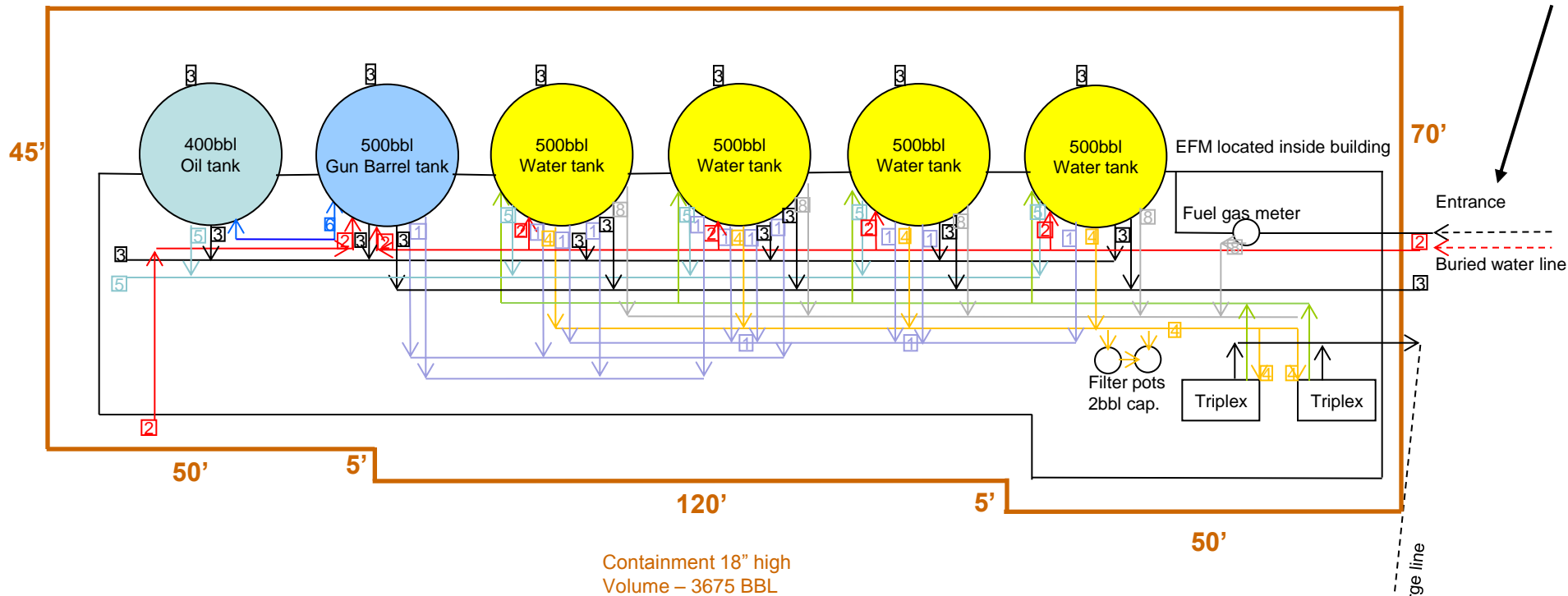
B Bill Barrett Corporation

R649-5.2.10
FD 16-10-3-2 SWD
Disposal and Confining Zones

Horizontal Scale = 751.6
Vertical Scale = 40.0
Vertical Exaggeration = 18.8x
December 19, 2012 8:28 PM

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
1. TYPE OF WELL Water Disposal Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: FD 16-10-3-2 SWD
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0400 FSL 0150 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U		9. API NUMBER: 43047530040000
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: UNDESIGNATED
COUNTY: UINTAH		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 5/17/2013	<input type="checkbox"/> ALTER CASING	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input checked="" type="checkbox"/> OTHER	
	OTHER: <input type="text" value="Injection Start-up"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. First injection date for this SWD well was on 5/17/2013.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY June 11, 2013		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 5/20/2013	

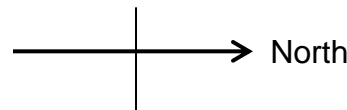
STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
1. TYPE OF WELL Water Disposal Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: FD 16-10-3-2 SWD
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0400 FSL 0150 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U		9. API NUMBER: 43047530040000
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: UNDESIGNATED
COUNTY: UINTAH		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 6/6/2013	<input type="checkbox"/> ALTER CASING	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input checked="" type="checkbox"/> OTHER	
	OTHER: <input type="text" value="SSD"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. ATTACHED PLEASE FIND THE SITE FACILITY DIAGRAM/SECURITY PLAN.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY July 01, 2013		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 6/10/2013	



- 1 – 6" Tank Header
- Production Phase – open
- Sales Phase- open
- 2 – 4" Water Inlet
- Production Phase – open
- Sales Phase – open
- 3 – 4" DRAIN
- Production Phase – sealed closed
- Sales Phase – sealed closed
- Drain water – open
- 4 – 12" Pump Inlet
- Production Phase – open
- Sales Phase – open
- 5 – 4" Skim Line
- Production Phase – open
- Sales Phase – open
- 6 – 4" Equalizer to Oil Tank
- Production Phase – open
- Sales Phase – sealed closed
- 7- 3" Relief line
- Production – open
- Sales – open
- 8 – 2" Dump Line

Surface Drainage to Southeast
approximately 200'.

Site Security Plan Located at
Bill Barrett Corporation
Roosevelt Office
ROUTE 3 BOX 3110
1820 W HIGHWAY 40
ROOSEVELT, UT 84066



BILL BARRETT CORPORATION
FEE
Fort Duchesne 16-10-3-2 SWD
SE¼ SE¼ SEC 10,T3S, R2E,
Lease # FEE
API # 43-047-53004
Uintah Co. Utah

4770 S. 5600 W.
P.O. BOX 704005
WEST VALLEY CITY, UTAH 84170
FED.TAX I.D.# 87-0217663
801-204-6910

The Salt Lake Tribune

MEDIAONE RECEIVED

Deseret News

PROOF OF PUBLICATION

FEB 20 2013

CUSTOMER'S COPY

CUSTOMER NAME AND ADDRESS	DIV. OF OIL, GAS & MINING ACCOUNT NUMBER	DATE
DIV OF OIL-GAS & MINING, 1594 W NORTH TEMP #1210 P.O. BOX 145801 SALT LAKE CITY, UT 84114	9001402352	2/15/2013

FD 16-10-3-2 SWD
3S 2E 10

ACCOUNT NAME			
DIV OF OIL-GAS & MINING,			
TELEPHONE		ADORDER# / INVOICE NUMBER	
8015385340		0000858333 /	
SCHEDULE			
Start 02/15/2013		End 02/15/2013	
CUST. REF. NO.			
Cause No. UIC-405.1			
CAPTION			
BEFORE THE DIVISION OF OIL, GAS AND MINING DEPARTMENT OF NATURAL			
SIZE			
51 Lines		2.00 COLUMN	
TIMES		RATE	
4			
MISC. CHARGES		AD CHARGES	
		TOTAL COST	
		176.36	

BEFORE THE DIVISION OF OIL, GAS AND MINING
DEPARTMENT OF NATURAL RESOURCES
STATE OF UTAH
NOTICE OF AGENCY ACTION
CAUSE NO. UIC - 405.1

IN THE MATTER OF THE APPLICATION OF BILL BARRETT CORPORATION FOR ADMINISTRATIVE APPROVAL OF THE FD 16-10-3-2 SWD WELL LOCATED IN SECTION 10, TOWNSHIP 35, RANGE 2E, UTAH COUNTY, UTAH, AS A CLASS II INJECTION WELL.

THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE ABOVE ENTITLED MATTER.

Notice is hereby given that the Division of Oil, Gas and Mining (the "Division") is commencing an informal adjudicative proceeding to consider the application of Bill Barrett Corporation, 1099 18th Street 2300, Denver, Colorado, 80202, (303) 312-8115, for administrative approval of the FD 16-10-3-2 SWD well, API #48-047-63004, located in SE/4 SE/4, Section 10, Township 35, Range 2E, Uinta Baseline and Meridian, Uintah County, Utah, for conversion to a Class II injection well. The adjudicative proceedings will be conducted informally according to Utah Admin. Rule R649-10, Administrative Procedures.

Selected zones in the Upper Green River Formation will be used for water injection. The maximum requested injection pressure and rate will be determined based on fracture gradient information submitted by Bill Barrett Corporation.

Any person desiring to object to the application or otherwise intervene in the proceeding, must file a written protest or notice of intervention with the Division within fifteen days following publication of this notice. The Division's Presiding Officer for the proceeding is Brad Hill, Permitting Manager, at P.O. Box 145801, Salt Lake City, Utah 84114-5801, phone number (801) 538-5340. If such a protest or notice of intervention is received, a hearing will be scheduled in accordance with the aforementioned administrative procedure rule. Protestants and/or interveners should be prepared to demonstrate at the hearing how this matter affects their interests.

Dated this 12th day of February, 2013.
DIVISION OF OIL, GAS & MINING
/s/ Brad Hill
Permitting Manager
858333

UPAXLP

43-047-53004

AFFIDAVIT OF PUBLICATION

AS NEWSPAPER AGENCY COMPANY, LLC dba MEDIAONE OF UTAH LEGAL BOOKER, I CERTIFY THAT THE ATTACHED ADVERTISEMENT OF **BEFORE THE DIVISION OF OIL, GAS AND MINING DEPARTMENT OF NATURAL RESOURCES STATE OF UTAH NOTICE OF AGENCY ACTION CAUSE NO. UIC - 405.1 IN THE MATTER OF THE APP FOR DIV OF OIL-GAS & MINING**, WAS PUBLISHED BY THE NEWSPAPER AGENCY COMPANY, LLC dba MEDIAONE OF UTAH, AGENT FOR THE SALT LAKE TRIBUNE AND DESERET NEWS, DAILY NEWSPAPERS PRINTED IN THE ENGLISH LANGUAGE WITH GENERAL CIRCULATION IN UTAH, AND PUBLISHED IN SALT LAKE CITY, SALT LAKE COUNTY IN THE STATE OF UTAH. NOTICE IS ALSO POSTED ON UTAHLEGALS.COM ON THE SAME DAY AS THE FIRST NEWSPAPER PUBLICATION DATE AND REMAINS ON UTAHLEGALS.COM INDEFINATELY.

PUBLISHED ON Start 02/15/2013 End 02/15/2013

SIGNATURE [Signature] 2/15/2013

VIRGINIA CRAFT
Notary Public, State of Utah
Commission # 581469
My Commission Expires January 12, 2014

[Signature]

THIS IS NOT A STATEMENT BUT A "PROOF OF PUBLICATION"
PLEASE PAY FROM BILLING STATEMENT

AFFIDAVIT OF PUBLICATION

County of Duchesne,
STATE OF UTAH

I, Kevin Ashby on oath, say that I am the PUBLISHER of the Uintah Basin Standard, a weekly newspaper of general circulation, published at Roosevelt, State and County aforesaid, and that a certain notice, a true copy of which is hereto attached, was published in the full issue such newspaper for 1 consecutive issues, and that the first publication was on the 19 day of February, 20 13, and that the last publication of such notice was in the issue of such newspaper dated the 19 day of February, 20 13, and that said notice was published on Utahlegals.com on the same day as the first newspaper publication and the notice remained on Utahlegals.com until the end of the scheduled run.

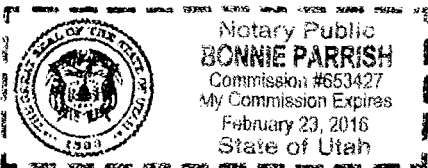
Kevin Ashby
Publisher

Subscribed and sworn to before me on this

25 day of February, 20 13

by Kevin Ashby.

Bonnie Parrish
Notary Public



NOTICE OF AGENCY ACTION CAUSE NO. UIC - 405.1

BEFORE THE DIVISION OF OIL, GAS AND MINING, DEPARTMENT OF NATURAL RESOURCES, STATE OF UTAH

IN THE MATTER OF THE APPLICATION OF BILL BARRETT CORPORATION FOR ADMINISTRATIVE APPROVAL OF THE FD-16-10-3-2 SWD WELL LOCATED IN SECTION 10, TOWNSHIP 3S, RANGE 2E, UINTAH COUNTY, UTAH, AS A CLASS II INJECTION WELL.

THE STATE OF UTAH TO ALL PERSONS INTERESTED IN THE ABOVE ENTITLED MATTER.

Notice is hereby given that the Division of Oil, Gas and Mining (the "Division") is commencing an informal adjudicative proceeding to consider the application of Bill Barrett Corporation, 1099 18th Street 2300, Denver, Colorado, 80202, (303) 312-8115, for administrative approval of the FD 16-10-3-2 SWD well, API #43-047-53004, located in SE/4 SE/4, Section 10, Township 3S, Range 2E, Uinta Baseline and Meridian, Uintah County, Utah, for conversion to a Class II injection well. The adjudicative proceedings will be conducted informally according to Utah Admin. Rule R649-10, Administrative Procedures.

Selected zones in the Upper Green River Formation will be used for water injection. The maximum requested injection pressure and rate will be determined based on fracture gradient information submitted by Bill Barrett

informally according to Utah Admin. Rule R649-10, Administrative Procedures.

Selected zones in the Upper Green River Formation will be used for water injection. The maximum requested injection pressure and rate will be determined based on fracture gradient information submitted by Bill Barrett Corporation.

Any person desiring to object to the application or otherwise intervene in the proceeding, must file a written protest or notice of intervention with the Division within fifteen days following publication of this notice. The Division's Presiding Officer for the proceeding is Brad Hill, Permitting Manager, at P.O. Box 145801, Salt Lake City, Utah 84114-5801, phone number (801) 538-5340. If such a protest or notice of intervention is received, a hearing will be scheduled in accordance with the aforementioned administrative procedure rule. Protestants and/or interveners should be prepared to demonstrate at the hearing how this matter affects their interests.

Dated this 12th day of February, 2013.

STATE OF UTAH
DIVISION OF OIL,
GAS & MINING

/s/

Brad Hill
Permitting Manager
Published in the
Utah Basin Standard
February 19, 2013.

Send Payments to:
 Uintah Basin Standard
 268 S 200 E
 Roosevelt, Utah 84066
 Phone: 435-722-5131
 Fax: 435-722-4140



Invoice Number	Invoice Date
41802	2/19/2013
Advertiser No.	Invoice Amount
2080	\$96.25
	Due Date
	3/21/2013

DIVISION OF OIL GAS & MINING
 Rose Nolton
 1594 W. N.TEMPLE STE 121
 PO BOX 145801
 SALT LAKE CITY, UT 84114-5801

RECEIVED
FEB 26 2013

1 1/2% fee will be charged to all past due balances.

Amount Enclosed

Please detach top portion and return with your payment

INVOICE

Uintah Basin Standard		DIVISION OF OIL GAS & MINING			Invoice No. 41802		2/19/2013
Date	Order	Description		Ad Size	SubTotal	Sales Tax	Amount
2/19/2013	20850	UBS	UBS Legal Notice: Notice of Agency Action, Cause No. UIC-405.1 Pub. Feb. 19, 2013				\$96.25
						Sub Total:	\$96.25
						Total Transactions: 1	Total: \$96.25

SUMMARY Advertiser No. 2080 Invoice No. 41802

1 1/2% fee will be charged to all past due balances.

Thank You for your business!

Thank you for advertising with us, we appreciate your business!

2250/REB/GG UIC ADMIN/GF13/6131